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Form **990-PF**

**Return of Private Foundation
or Section 4947(a)(1) Nonexempt Charitable Trust
Treated as a Private Foundation**

OMB No 1545-0052

2009

Department of the Treasury
Internal Revenue Service

Note. The foundation may be able to use a copy of this return to satisfy state reporting requirements

For calendar year 2009, or tax year beginning

, and ending

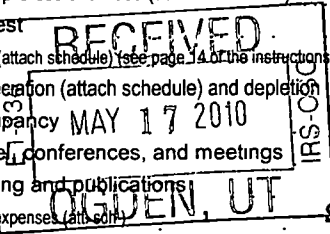
G Check all that apply: Initial return Initial return of a former public charity Final return
 Amended return Address change Name change

Use the IRS label. Otherwise, print or type. See Specific Instructions.	Name of foundation Britton Fund		A Employer identification number 34-6513616
	Number and street (or P O box number if mail is not delivered to street address) 1422 Euclid Ave.	Room/suite 1010	B Telephone number (see page 10 of the instructions) 216-363-6489
	City or town, state, and ZIP code Cleveland OH 44115		C If exemption application is pending, check here <input type="checkbox"/>
H Check type of organization: <input checked="" type="checkbox"/> Section 501(c)(3) exempt private foundation <input type="checkbox"/> Section 4947(a)(1) nonexempt charitable trust <input type="checkbox"/> Other taxable private foundation			D 1. Foreign organizations, check here <input type="checkbox"/> 2. Foreign organizations meeting the 85% test, check here and attach computation <input type="checkbox"/>
I Fair market value of all assets at end of year (from Part II, col. (c), line 16) \$ 17,327,610		J Accounting method: <input type="checkbox"/> Cash <input checked="" type="checkbox"/> Accrual <input type="checkbox"/> Other (specify)	
			E If private foundation status was terminated under section 507(b)(1)(A), check here <input type="checkbox"/>
			F If the foundation is in a 60-month termination under section 507(b)(1)(B), check here <input type="checkbox"/>

Part I Analysis of Revenue and Expenses (The total of amounts in columns (b), (c), and (d) may not necessarily equal the amounts in column (a) (see page 11 of the instructions))

		(a) Revenue and expenses per books	(b) Net investment income	(c) Adjusted net income	(d) Disbursements for charitable purposes (cash basis only)
Revenue	1 Contributions, gifts, grants, etc., received (attach schedule)	406,601			
	2 Check <input checked="" type="checkbox"/> if the foundation is not required to attach Sch B				
	3 Interest on savings and temporary cash investments	101	101		
	4 Dividends and interest from securities	482,502	482,502		
	5a Gross rents				
	b Net rental income or (loss)				
	6a Net gain or (loss) from sale of assets not on line 10	-1,741,500			
	b Gross sales price for all assets on line 6a	8,498,671			
	7 Capital gain net income (from Part IV, line 2)			0	
	8 Net short-term capital gain			0	
	9 Income modifications				
	10a Gross sales less returns & allowances				
b Less. Cost of goods sold					
c Gross profit or (loss) (attach schedule)					
11 Other income (attach schedule) Stmt 1	-1,331				
12 Total. Add lines 1 through 11	-853,627	482,603	0		
Operating and Administrative Expenses	13 Compensation of officers, directors, trustees, etc				
	14 Other employee salaries and wages				
	15 Pension plans, employee benefits				
	16a Legal fees (attach schedule)				
	b Accounting fees (attach schedule) Stmt 2	65,820	52,656		13,164
	c Other professional fees (attach schedule) Stmt 3	105,451	84,361		21,090
	17 Interest				
	18 Taxes (attach schedule) (see page 14 of the instructions) Stmt 4	-11,859			
	19 Depreciation (attach schedule) and depletion				
	20 Occupancy				
21 Travel, conferences, and meetings					
22 Printing and publications					
23 Other expenses (attach schedule) Stmt 5	2,217	1,774		443	
24 Total operating and administrative expenses. Add lines 13 through 23	161,629	138,791		34,697	
25 Contributions, gifts, grants paid	760,500			760,500	
26 Total expenses and disbursements. Add lines 24 and 25	922,129	138,791	0	795,197	
27 Subtract line 26 from line 12:					
a Excess of revenue over expenses and disbursements	-1,775,756				
b Net investment income (if negative, enter -0-)		343,812			
c Adjusted net income (if negative, enter -0-)			0		

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Part II	Balance Sheets	Attached schedules and amounts in the description column should be for end-of-year amounts only (See instructions)	Beginning of year	End of year	
			(a) Book Value	(b) Book Value	(c) Fair Market Value
Assets	1	Cash—non-interest-bearing			
	2	Savings and temporary cash investments	957,308	1,156,179	1,156,179
	3	Accounts receivable ▶ Less: allowance for doubtful accounts ▶			
	4	Pledges receivable ▶ Less: allowance for doubtful accounts ▶			
	5	Grants receivable			
	6	Receivables due from officers, directors, trustees, and other disqualified persons (attach schedule) (see page 16 of the instructions)			
	7	Other notes and loans receivable (att. schedule) ▶ Less: allowance for doubtful accounts ▶			
	8	Inventories for sale or use			
	9	Prepaid expenses and deferred charges			
	10a	Investments—U.S. and state government obligations (attach schedule) Stmt 6	4,000,919	3,048,706	3,158,470
	b	Investments—corporate stock (attach schedule) See Stmt 7	13,145,398	11,866,367	12,802,865
	c	Investments—corporate bonds (attach schedule) See Stmt 8	40,325	205,314	210,096
	11	Investments—land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
	12	Investments—mortgage loans			
	13	Investments—other (attach schedule)			
	14	Land, buildings, and equipment basis ▶ Less: accumulated depreciation (attach sch.) ▶			
15	Other assets (describe ▶)				
16	Total assets (to be completed by all filers—see the instructions. Also, see page 1, item I)	18,143,950	16,276,566	17,327,610	
Liabilities	17	Accounts payable and accrued expenses			
	18	Grants payable			
	19	Deferred revenue			
	20	Loans from officers, directors, trustees, and other disqualified persons			
	21	Mortgages and other notes payable (attach schedule)			
	22	Other liabilities (describe ▶)			
23	Total liabilities (add lines 17 through 22)	0	0		
Net Assets or Fund Balances	Foundations that follow SFAS 117, check here ▶ <input type="checkbox"/> and complete lines 24 through 26 and lines 30 and 31.				
	24	Unrestricted			
	25	Temporarily restricted			
	26	Permanently restricted			
	Foundations that do not follow SFAS 117, check here ▶ <input checked="" type="checkbox"/> and complete lines 27 through 31.				
	27	Capital stock, trust principal, or current funds	18,143,950	16,276,566	
	28	Paid-in or capital surplus, or land, bldg., and equipment fund			
	29	Retained earnings, accumulated income, endowment, or other funds			
30	Total net assets or fund balances (see page 17 of the instructions)	18,143,950	16,276,566		
31	Total liabilities and net assets/fund balances (see page 17 of the instructions)	18,143,950	16,276,566		

Part III Analysis of Changes in Net Assets or Fund Balances

1	Total net assets or fund balances at beginning of year—Part II, column (a), line 30 (must agree with end-of-year figure reported on prior year's return)	1	18,143,950
2	Enter amount from Part I, line 27a	2	-1,775,756
3	Other increases not included in line 2 (itemize) ▶	3	
4	Add lines 1, 2, and 3	4	16,368,194
5	Decreases not included in line 2 (itemize) ▶ See Statement 9	5	91,628
6	Total net assets or fund balances at end of year (line 4 minus line 5)—Part II, column (b), line 30	6	16,276,566

Part IV Capital Gains and Losses for Tax on Investment Income

(a) List and describe the kind(s) of property sold (e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.)		(b) How acquired P—Purchase D—Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
1a See Worksheet				
b				
c				
d				
e				
(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)	
a				
b				
c				
d				
e				
Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69				(i) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any		
a				
b				
c				
d				
e				
2 Capital gain net income or (net capital loss)		[If gain, also enter in Part I, line 7 If (loss), enter -0- in Part I, line 7]		2 -1,741,500
3 Net short-term capital gain or (loss) as defined in sections 1222(5) and (6). If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8		[If gain, also enter in Part I, line 8, column (c) (see pages 13 and 17 of the instructions). If (loss), enter -0- in Part I, line 8]		3 -704,982

Part V Qualification Under Section 4940(e) for Reduced Tax on Net Investment Income

(For optional use by domestic private foundations subject to the section 4940(a) tax on net investment income.)

If section 4940(d)(2) applies, leave this part blank.

Was the foundation liable for the section 4942 tax on the distributable amount of any year in the base period? Yes No

If "Yes," the foundation does not qualify under section 4940(e). Do not complete this part

1 Enter the appropriate amount in each column for each year; see page 18 of the instructions before making any entries.

(a) Base period years Calendar year (or tax year beginning in)	(b) Adjusted qualifying distributions	(c) Net value of noncharitable-use assets	(d) Distribution ratio (col (b) divided by col (c))
2008	1,008,068	18,964,072	0.053157
2007	1,465,168	21,729,144	0.067429
2006	1,288,160	21,326,857	0.060401
2005	1,284,159	21,519,777	0.059673
2004	1,682,077	21,542,902	0.078080
2 Total of line 1, column (d)			2 0.318740
3 Average distribution ratio for the 5-year base period—divide the total on line 2 by 5, or by the number of years the foundation has been in existence if less than 5 years			3 0.063748
4 Enter the net value of noncharitable-use assets for 2009 from Part X, line 5			4 15,186,123
5 Multiply line 4 by line 3			5 968,085
6 Enter 1% of net investment income (1% of Part I, line 27b)			6 3,438
7 Add lines 5 and 6			7 971,523
8 Enter qualifying distributions from Part XII, line 4 If line 8 is equal to or greater than line 7, check the box in Part VI, line 1b, and complete that part using a 1% tax rate. See the Part VI instructions on page 18			8 795,197

Part VI Excise Tax Based on Investment Income (Section 4940(a), 4940(b), 4940(e), or 4948—see page 18 of the instructions)

1a	Exempt operating foundations described in section 4940(d)(2), check here <input type="checkbox"/> and enter "N/A" on line 1 Date of ruling or determination letter. (attach copy of letter if necessary—see instructions)		
b	Domestic foundations that meet the section 4940(e) requirements in Part V, check here <input type="checkbox"/> and enter 1% of Part I, line 27b	1	6,876
c	All other domestic foundations enter 2% of line 27b. Exempt foreign organizations enter 4% of Part I, line 12, col (b)		
2	Tax under section 511 (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	2	0
3	Add lines 1 and 2	3	6,876
4	Subtitle A (income) tax (domestic section 4947(a)(1) trusts and taxable foundations only. Others enter -0-)	4	0
5	Tax based on investment income. Subtract line 4 from line 3. If zero or less, enter -0-	5	6,876
6	Credits/Payments		
a	2009 estimated tax payments and 2008 overpayment credited to 2009	6a	14,130
b	Exempt foreign organizations—tax withheld at source	6b	
c	Tax paid with application for extension of time to file (Form 8868)	6c	
d	Backup withholding erroneously withheld	6d	
7	Total credits and payments. Add lines 6a through 6d	7	14,130
8	Enter any penalty for underpayment of estimated tax. Check here <input type="checkbox"/> if Form 2220 is attached	8	
9	Tax due. If the total of lines 5 and 8 is more than line 7, enter amount owed	9	
10	Overpayment. If line 7 is more than the total of lines 5 and 8, enter the amount overpaid	10	7,254
11	Enter the amount of line 10 to be: Credited to 2010 estimated tax 7,254 Refunded	11	

Part VII-A Statements Regarding Activities

	Yes	No
1a During the tax year, did the foundation attempt to influence any national, state, or local legislation or did it participate or intervene in any political campaign?		X
1b Did it spend more than \$100 during the year (either directly or indirectly) for political purposes (see page 19 of the instructions for definition)? If the answer is "Yes" to 1a or 1b, attach a detailed description of the activities and copies of any materials published or distributed by the foundation in connection with the activities.		X
1c Did the foundation file Form 1120-POL for this year?		X
2 Enter the amount (if any) of tax on political expenditures (section 4955) imposed during the year: (1) On the foundation \$ _____ (2) On foundation managers. \$ _____		
e Enter the reimbursement (if any) paid by the foundation during the year for political expenditure tax imposed on foundation managers. \$ _____		
2 Has the foundation engaged in any activities that have not previously been reported to the IRS? If "Yes," attach a detailed description of the activities	2	X
3 Has the foundation made any changes, not previously reported to the IRS, in its governing instrument, articles of incorporation, or bylaws, or other similar instruments? If "Yes," attach a conformed copy of the changes	3	X
4a Did the foundation have unrelated business gross income of \$1,000 or more during the year?		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	N/A	
4b If "Yes," attach the statement required by General Instruction T		
5 Was there a liquidation, termination, dissolution, or substantial contraction during the year? If "Yes," attach the statement required by General Instruction T	5	X
6 Are the requirements of section 508(e) (relating to sections 4941 through 4945) satisfied either: • By language in the governing instrument, or • By state legislation that effectively amends the governing instrument so that no mandatory directions that conflict with the state law remain in the governing instrument?	6	X
7 Did the foundation have at least \$5,000 in assets at any time during the year? If "Yes," complete Part II, col. (c), and Part XV	7	X
8a Enter the states to which the foundation reports or with which it is registered (see page 19 of the instructions) OH		
b If the answer is "Yes" to line 7, has the foundation furnished a copy of Form 990-PF to the Attorney General (or designate) of each state as required by General Instruction G? If "No," attach explanation	8b	X
9 Is the foundation claiming status as a private operating foundation within the meaning of section 4942(j)(3) or 4942(j)(5) for calendar year 2009 or the taxable year beginning in 2009 (see instructions for Part XIV on page 27)? If "Yes," complete Part XIV	9	X
10 Did any persons become substantial contributors during the tax year? If "Yes," attach a schedule listing their names and addresses	10	X

Part VII-A Statements Regarding Activities (continued)

11	At any time during the year, did the foundation, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," attach schedule (see page 20 of the instructions)	11		X
12	Did the foundation acquire a direct or indirect interest in any applicable insurance contract before August 17, 2008?	12		X
13	Did the foundation comply with the public inspection requirements for its annual returns and exemption application? Website address ▶ N/A	13	X	
14	The books are in care of ▶ Nick Valentino 1422 Euclid #1010 Located at ▶ Cleveland, OH	Telephone no ▶ 216-363-6489 ZIP+4 ▶ 44115		
15	Section 4947(a)(1) nonexempt charitable trusts filing Form 990-PF in lieu of Form 1041—Check here and enter the amount of tax-exempt interest received or accrued during the year	▶ 15 ▶ <input type="checkbox"/>		

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required

File Form 4720 if any item is checked in the "Yes" column, unless an exception applies.		Yes	No
1a	During the year did the foundation (either directly or indirectly):		
(1)	Engage in the sale or exchange, or leasing of property with a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(2)	Borrow money from, lend money to, or otherwise extend credit to (or accept it from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(3)	Furnish goods, services, or facilities to (or accept them from) a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(4)	Pay compensation to, or pay or reimburse the expenses of, a disqualified person? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(5)	Transfer any income or assets to a disqualified person (or make any of either available for the benefit or use of a disqualified person)? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
(6)	Agree to pay money or property to a government official? (Exception. Check "No" if the foundation agreed to make a grant to or to employ the official for a period after termination of government service, if terminating within 90 days.) <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If any answer is "Yes" to 1a(1)-(6), did any of the acts fail to qualify under the exceptions described in Regulations section 53.4941(d)-3 or in a current notice regarding disaster assistance (see page 20 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A ▶ <input type="checkbox"/>	1b	
c	Did the foundation engage in a prior year in any of the acts described in 1a, other than excepted acts, that were not corrected before the first day of the tax year beginning in 2009? N/A	1c	
2	Taxes on failure to distribute income (section 4942) (does not apply for years the foundation was a private operating foundation defined in section 4942(j)(3) or 4942(j)(5))		
a	At the end of tax year 2009, did the foundation have any undistributed income (lines 6d and 6e, Part XIII) for tax year(s) beginning before 2009? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No If "Yes," list the years ▶ 20 , 20 , 20 , 20		
b	Are there any years listed in 2a for which the foundation is not applying the provisions of section 4942(a)(2) (relating to incorrect valuation of assets) to the year's undistributed income? (If applying section 4942(a)(2) to all years listed, answer "No" and attach statement—see page 20 of the instructions) N/A	2b	
c	If the provisions of section 4942(a)(2) are being applied to any of the years listed in 2a, list the years here. ▶ 20 , 20 , 20 , 20		
3a	Did the foundation hold more than a 2% direct or indirect interest in any business enterprise at any time during the year? <input type="checkbox"/> Yes <input checked="" type="checkbox"/> No		
b	If "Yes," did it have excess business holdings in 2009 as a result of (1) any purchase by the foundation or disqualified persons after May 26, 1969; (2) the lapse of the 5-year period (or longer period approved by the Commissioner under section 4943(c)(7)) to dispose of holdings acquired by gift or bequest, or (3) the lapse of the 10-, 15-, or 20-year first phase holding period? (Use Schedule C, Form 4720, to determine if the foundation had excess business holdings in 2009.) N/A	3b	
4a	Did the foundation invest during the year any amount in a manner that would jeopardize its charitable purposes?	4a	X
b	Did the foundation make any investment in a prior year (but after December 31, 1969) that could jeopardize its charitable purpose that had not been removed from jeopardy before the first day of the tax year beginning in 2009?	4b	X

Part VII-B Statements Regarding Activities for Which Form 4720 May Be Required (continued)

5a During the year did the foundation pay or incur any amount to:

(1) Carry on propaganda, or otherwise attempt to influence legislation (section 4945(e))? Yes No

(2) Influence the outcome of any specific public election (see section 4955), or to carry on, directly or indirectly, any voter registration drive? Yes No

(3) Provide a grant to an individual for travel, study, or other similar purposes? Yes No

(4) Provide a grant to an organization other than a charitable, etc., organization described in section 509(a)(1), (2), or (3), or section 4940(d)(2)? (see page 22 of the instructions) Yes No

(5) Provide for any purpose other than religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals? Yes No

b If any answer is "Yes" to 5a(1)-(5), did any of the transactions fail to qualify under the exceptions described in Regulations section 53.4945 or in a current notice regarding disaster assistance (see page 22 of the instructions)? Organizations relying on a current notice regarding disaster assistance check here N/A **5b**

c If the answer is "Yes" to question 5a(4), does the foundation claim exemption from the tax because it maintained expenditure responsibility for the grant? N/A Yes No
If "Yes," attach the statement required by Regulations section 53.4945-5(d).

6a Did the foundation, during the year, receive any funds, directly or indirectly, to pay premiums on a personal benefit contract? Yes No

b Did the foundation, during the year, pay premiums, directly or indirectly, on a personal benefit contract? Yes No **6b** **X**
If "Yes" to 6b, file Form 8870.

7a At any time during the tax year, was the foundation a party to a prohibited tax shelter transaction? Yes No

b If yes, did the foundation receive any proceeds or have any net income attributable to the transaction? Yes N/A **7b**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors

1 List all officers, directors, trustees, foundation managers and their compensation (see page 22 of the instructions).

(a) Name and address	(b) Title, and average hours per week devoted to position	(c) Compensation (if not paid, enter -0-)	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
See Statement 10				

2 Compensation of five highest-paid employees (other than those included on line 1—see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each employee paid more than \$50,000	(b) Title, and average hours per week devoted to position	(c) Compensation	(d) Contributions to employee benefit plans and deferred compensation	(e) Expense account, other allowances
NONE				

Total number of other employees paid over \$50,000 **0**

Part VIII Information About Officers, Directors, Trustees, Foundation Managers, Highly Paid Employees, and Contractors (continued)

3 Five highest-paid independent contractors for professional services (see page 23 of the instructions). If none, enter "NONE."

(a) Name and address of each person paid more than \$50,000	(b) Type of service	(c) Compensation
Merrill Lynch Asset Manager 30195 Chagrin Blvd Pepper Pike OH 44124	Investment Adv	65,916
Advisory Services Inc 1422 Euclid Ave Ste 1010 Cleveland OH 44115	Accounting	65,820

Total number of others receiving over \$50,000 for professional services ▶ **0**

Part IX-A Summary of Direct Charitable Activities

List the foundation's four largest direct charitable activities during the tax year. Include relevant statistical information such as the number of organizations and other beneficiaries served, conferences convened, research papers produced, etc

	Expenses
1 Not Applicable	
2	
3	
4	

Part IX-B Summary of Program-Related Investments (see page 24 of the instructions)

Describe the two largest program-related investments made by the foundation during the tax year on lines 1 and 2

	Amount
1 N/A	
2	
All other program-related investments See page 24 of the instructions 3	

Total. Add lines 1 through 3 ▶

Part X Minimum Investment Return (All domestic foundations must complete this part. Foreign foundations, see page 24 of the instructions.)

1	Fair market value of assets not used (or held for use) directly in carrying out charitable, etc., purposes:		
a	Average monthly fair market value of securities	1a	14,585,131
b	Average of monthly cash balances	1b	832,253
c	Fair market value of all other assets (see page 24 of the instructions)	1c	0
d	Total (add lines 1a, b, and c)	1d	15,417,384
e	Reduction claimed for blockage or other factors reported on lines 1a and 1c (attach detailed explanation)	1e	0
2	Acquisition indebtedness applicable to line 1 assets	2	0
3	Subtract line 2 from line 1d	3	15,417,384
4	Cash deemed held for charitable activities. Enter 1½ % of line 3 (for greater amount, see page 25 of the instructions)	4	231,261
5	Net value of noncharitable-use assets. Subtract line 4 from line 3. Enter here and on Part V, line 4	5	15,186,123
6	Minimum investment return. Enter 5% of line 5	6	759,306

Part XI Distributable Amount (see page 25 of the instructions) (Section 4942(j)(3) and (j)(5) private operating foundations and certain foreign organizations check here and do not complete this part.)

1	Minimum investment return from Part X, line 6	1	759,306
2a	Tax on investment income for 2009 from Part VI, line 5	2a	6,876
b	Income tax for 2009. (This does not include the tax from Part VI.)	2b	
c	Add lines 2a and 2b	2c	6,876
3	Distributable amount before adjustments Subtract line 2c from line 1	3	752,430
4	Recoveries of amounts treated as qualifying distributions	4	
5	Add lines 3 and 4	5	752,430
6	Deduction from distributable amount (see page 25 of the instructions)	6	
7	Distributable amount as adjusted Subtract line 6 from line 5. Enter here and on Part XIII, line 1	7	752,430

Part XII Qualifying Distributions (see page 25 of the instructions)

1	Amounts paid (including administrative expenses) to accomplish charitable, etc., purposes:		
a	Expenses, contributions, gifts, etc.—total from Part I, column (d), line 26	1a	795,197
b	Program-related investments—total from Part IX-B	1b	
2	Amounts paid to acquire assets used (or held for use) directly in carrying out charitable, etc., purposes	2	
3	Amounts set aside for specific charitable projects that satisfy the:		
a	Suitability test (prior IRS approval required)	3a	
b	Cash distribution test (attach the required schedule)	3b	
4	Qualifying distributions. Add lines 1a through 3b Enter here and on Part V, line 8, and Part XIII, line 4	4	795,197
5	Foundations that qualify under section 4940(e) for the reduced rate of tax on net investment income. Enter 1% of Part I, line 27b (see page 26 of the instructions)	5	0
6	Adjusted qualifying distributions. Subtract line 5 from line 4	6	795,197

Note. The amount on line 6 will be used in Part V, column (b), in subsequent years when calculating whether the foundation qualifies for the section 4940(e) reduction of tax in those years

Part XIII Undistributed Income (see page 26 of the instructions)

	(a) Corpus	(b) Years prior to 2008	(c) 2008	(d) 2009
1 Distributable amount for 2009 from Part XI, line 7				752,430
2 Undistributed income, if any, as of the end of 2009:				
a Enter amount for 2008 only				
b Total for prior years 20____, 20____, 20____				
3 Excess distributions carryover, if any, to 2009.				
a From 2004	640,902			
b From 2005	252,929			
c From 2006	253,412			
d From 2007	404,739			
e From 2008	67,711			
f Total of lines 3a through e	1,619,693			
4 Qualifying distributions for 2009 from Part XII, line 4. ▶ \$ 795,197				
a Applied to 2008, but not more than line 2a				
b Applied to undistributed income of prior years (Election required—see page 26 of the instructions)				
c Treated as distributions out of corpus (Election required—see page 26 of the instructions)				
d Applied to 2009 distributable amount				752,430
e Remaining amount distributed out of corpus	42,767			
5 Excess distributions carryover applied to 2009 (If an amount appears in column (d), the same amount must be shown in column (a))				
6 Enter the net total of each column as indicated below:				
a Corpus. Add lines 3f, 4c, and 4e Subtract line 5	1,662,460			
b Prior years' undistributed income Subtract line 4b from line 2b				
c Enter the amount of prior years' undistributed income for which a notice of deficiency has been issued, or on which the section 4942(a) tax has been previously assessed				
d Subtract line 6c from line 6b. Taxable amount—see page 27 of the instructions				
e Undistributed income for 2008 Subtract line 4a from line 2a Taxable amount—see page 27 of the instructions				
f Undistributed income for 2009 Subtract lines 4d and 5 from line 1 This amount must be distributed in 2010				0
7 Amounts treated as distributions out of corpus to satisfy requirements imposed by section 170(b)(1)(F) or 4942(g)(3) (see page 27 of the instructions)				
8 Excess distributions carryover from 2004 not applied on line 5 or line 7 (see page 27 of the instructions)	640,902			
9 Excess distributions carryover to 2010. Subtract lines 7 and 8 from line 6a	1,021,558			
10 Analysis of line 9:				
a Excess from 2005	252,929			
b Excess from 2006	253,412			
c Excess from 2007	404,739			
d Excess from 2008	67,711			
e Excess from 2009	42,767			

Part XIV Private Operating Foundations (see page 27 of the instructions and Part VII-A, question 9)

1a	If the foundation has received a ruling or determination letter that it is a private operating foundation, and the ruling is effective for 2009, enter the date of the ruling				
b	Check box to indicate whether the foundation is a private operating foundation described in section <input type="checkbox"/> 4942(j)(3) or <input type="checkbox"/> 4942(j)(5)				
2a	Tax year	Prior 3 years			(e) Total
	(a) 2009	(b) 2008	(c) 2007	(d) 2006	
	Enter the lesser of the adjusted net income from Part I or the minimum investment return from Part X for each year listed				
b	85% of line 2a				
c	Qualifying distributions from Part XII, line 4 for each year listed				
d	Amounts included in line 2c not used directly for active conduct of exempt activities				
e	Qualifying distributions made directly for active conduct of exempt activities. Subtract line 2d from line 2c				
3	Complete 3a, b, or c for the alternative test relied upon.				
a	"Assets" alternative test—enter				
	(1) Value of all assets				
	(2) Value of assets qualifying under section 4942(j)(3)(B)(i)				
b	"Endowment" alternative test—enter 2/3 of minimum investment return shown in Part X, line 6 for each year listed				
c	"Support" alternative test—enter				
	(1) Total support other than gross investment income (interest, dividends, rents, payments on securities loans (section 512(a)(5)), or royalties)				
	(2) Support from general public and 5 or more exempt organizations as provided in section 4942(j)(3)(B)(iii)				
	(3) Largest amount of support from an exempt organization				
	(4) Gross investment income				

Part XV Supplementary Information (Complete this part only if the foundation had \$5,000 or more in assets at any time during the year—see page 28 of the instructions.)

1 Information Regarding Foundation Managers:

a List any managers of the foundation who have contributed more than 2% of the total contributions received by the foundation before the close of any tax year (but only if they have contributed more than \$5,000). (See section 507(d)(2).)
N/A

b List any managers of the foundation who own 10% or more of the stock of a corporation (or an equally large portion of the ownership of a partnership or other entity) of which the foundation has a 10% or greater interest
N/A

2 Information Regarding Contribution, Grant, Gift, Loan, Scholarship, etc., Programs:

Check here if the foundation only makes contributions to preselected charitable organizations and does not accept unsolicited requests for funds. If the foundation makes gifts, grants, etc. (see page 28 of the instructions) to individuals or organizations under other conditions, complete items 2a, b, c, and d.

a The name, address, and telephone number of the person to whom applications should be addressed:
Nick Valentino 216-363-6489
1422 Euclid Ave Room 1010 Cleveland OH 44115

b The form in which applications should be submitted and information and materials they should include
See Statement 11

c Any submission deadlines:
See Statement 12

d Any restrictions or limitations on awards, such as by geographical areas, charitable fields, kinds of institutions, or other factors:
See Statement 13

Part XV Supplementary Information (continued)

3 Grants and Contributions Paid During the Year or Approved for Future Payment

Recipient	If recipient is an individual, show any relationship to any foundation manager or substantial contributor	Foundation status of recipient	Purpose of grant or contribution	Amount
Name and address (home or business)				
a Paid during the year Scheduled Attached				760,500
Total				760,500
b Approved for future payment N/A				
Total				

Part XVII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations

1 Did the organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting foundation to a noncharitable exempt organization of:

(1) Cash

(2) Other assets

b Other transactions.

(1) Sales of assets to a noncharitable exempt organization

(2) Purchases of assets from a noncharitable exempt organization

(3) Rental of facilities, equipment, or other assets

(4) Reimbursement arrangements

(5) Loans or loan guarantees

(6) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting foundation. If the foundation received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

	Yes	No
1a(1)		X
1a(2)		X
1b(1)		X
1b(2)		X
1b(3)		X
1b(4)		X
1b(5)		X
1b(6)		X
1c		X

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

2a Is the foundation directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer or fiduciary) is based on all information of which preparer has any knowledge.

Signature of officer or trustee: Nick Valente Date: 5/6/10 Title: Treasurer

Sign Here	Preparer's signature: <u>Nick Valente</u>	Date: <u>05/06/10</u>	Check if self-employed: <input type="checkbox"/>	Preparer's identifying number (see Signature on page 30 of the instructions): <u>302-38-7302</u>
	Firm's name (or yours if self-employed), address, and ZIP code: <u>Advisory Services, Inc. 1422 Euclid Ave. Suite 1010 Cleveland, OH 44115-2078</u>	EIN: <u>34-0838532</u>	Phone no: <u>216-363-6489</u>	

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1) 465-Abb Ltd Spon ADR	P	10/26/07	01/06/09
(2) 78-Abb Ltd Spon ADR	P	11/07/07	01/06/09
(3) 23-CSX Corp	P	01/15/08	01/26/09
(4) 275-Coventry Health Care Inc	P	01/15/08	01/26/09
(5) 24-Express Scripts Inc	P	01/15/08	01/26/09
(6) 379-General Dynamics Corp	P	01/15/08	01/22/09
(7) 125-Hovnanian Enterprises Class A	P	01/15/08	01/22/09
(8) 875-Johnson Controls Inc	P	01/15/08	01/22/09
(9) 9-Transocean Ltd	P	09/21/07	01/22/09
(10) 100-Transocean Ltd	P	01/15/08	01/22/09
(11) 290-US Bancorp	P	01/15/08	01/22/09
(12) 180-United Technologies Corp	P	08/15/07	01/14/09
(13) 54-United Technologies Corp	P	10/15/07	01/14/09
(14) 210-XTO Energy Inc	P	01/15/08	01/26/09
(15) 35-XTO Energy Inc	P	01/15/08	01/26/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,096		13,922	-6,826
(2) 1,190		2,509	-1,319
(3) 674		981	-307
(4) 3,895		16,514	-12,619
(5) 1,298		1,700	-402
(6) 20,165		32,433	-12,268
(7) 202		746	-544
(8) 11,802		28,794	-16,992
(9) 434		1,204	-770
(10) 4,827		13,289	-8,462
(11) 4,198		8,871	-4,673
(12) 8,926		12,921	-3,995
(13) 2,678		4,312	-1,634
(14) 772		1,139	-367
(15) 1,291		1,899	-608

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-6,826
(2)			-1,319
(3)			-307
(4)			-12,619
(5)			-402
(6)			-12,268
(7)			-544
(8)			-16,992
(9)			-770
(10)			-8,462
(11)			-4,673
(12)			-3,995
(13)			-1,634
(14)			-367
(15)			-608

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr.)	(d) Date sold (mo, day, yr.)
(1) 33000-Federal Natl Mtg Assoc	P	01/17/08	01/05/09
(2) 282-Aflac Inc	P	09/15/08	01/27/09
(3) 324-Aflac Inc	P	09/22/08	01/27/09
(4) 314-Aflac Inc	P	10/31/08	01/27/09
(5) 659-America Movil Sab De Cv	P	10/30/08	01/21/09
(6) 191-Apache Corp	P	01/15/08	01/14/09
(7) 742-Bank of America Corp	P	07/25/08	01/14/09
(8) 356-Bank of America Corp	P	08/12/08	01/14/09
(9) 650-Bank of America Corp	P	09/04/08	01/14/09
(10) 33-Coventry Health Care Inc	P	05/12/08	01/26/09
(11) 171-Comp De Bebidas Spon ADR	P	01/15/08	01/07/09
(12) 624-Dow Chemical Co	P	10/24/08	01/06/09
(13) 474-Franklin Resources Inc	P	07/25/08	01/14/09
(14) 205-PNC Financial Services Group	P	07/25/08	01/22/09
(15) 178-PNC Financial Services Group	P	09/04/08	01/22/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 35,444		34,188	1,256
(2) 5,904		16,167	-10,263
(3) 6,784		20,081	-13,297
(4) 6,574		13,399	-6,825
(5) 18,526		20,419	-1,893
(6) 13,792		20,013	-6,221
(7) 7,633		22,225	-14,592
(8) 3,662		11,662	-8,000
(9) 6,686		21,189	-14,503
(10) 467		1,449	-982
(11) 7,716		12,192	-4,476
(12) 9,767		14,821	-5,054
(13) 26,482		45,586	-19,104
(14) 5,710		13,972	-8,262
(15) 4,958		13,102	-8,144

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			1,256
(2)			-10,263
(3)			-13,297
(4)			-6,825
(5)			-1,893
(6)			-6,221
(7)			-14,592
(8)			-8,000
(9)			-14,503
(10)			-982
(11)			-4,476
(12)			-5,054
(13)			-19,104
(14)			-8,262
(15)			-8,144

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 397-Schlumberger Ltd	P	10/06/08	01/22/09
(2) 275-Simon Property Group	P	01/15/08	01/14/09
(3) 214-Simon Property Group	P	02/25/08	01/14/09
(4) 1074-Sanmina-Sci Corp	P	02/27/08	01/20/09
(5) 858-Sanmina-Sci Corp	P	10/07/08	01/20/09
(6) 77-Transocean Ltd	P	03/18/08	01/22/09
(7) 137-US Bancorp	P	02/25/08	01/22/09
(8) 375-US Bancorp	P	02/25/08	01/23/09
(9) 470-US Bancorp	P	06/03/08	01/23/09
(10) 11000-Federal Home Loan Mtg Corp	P	01/17/08	02/04/09
(11) 14000-Federal Natl Mtg Assoc	P	01/17/08	02/04/09
(12) 24000-Federal Natl Mtg Assoc	P	01/17/08	02/24/09
(13) 2000-US Tsy 6.125% Aug 15 2029	P	01/22/08	02/04/09
(14) 6000-US Tsy 4.5% Feb 15 2036	P	01/17/08	02/04/09
(15) 24770-FNMA P897936 05 50%2021 ***	P	01/17/08	02/06/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 14,559		25,259	-10,700
(2) 11,689		21,865	-10,176
(3) 9,096		18,440	-9,344
(4) 405		1,783	-1,378
(5) 323		1,019	-696
(6) 3,717		10,545	-6,828
(7) 1,983		4,445	-2,462
(8) 5,232		12,166	-6,934
(9) 6,557		15,302	-8,745
(10) 11,825		11,451	374
(11) 14,992		14,495	497
(12) 25,941		24,837	1,104
(13) 2,608		2,500	108
(14) 6,711		6,233	478
(15) 16,139		16,139	

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-10,700
(2)			-10,176
(3)			-9,344
(4)			-1,378
(5)			-696
(6)			-6,828
(7)			-2,462
(8)			-6,934
(9)			-8,745
(10)			374
(11)			497
(12)			1,104
(13)			108
(14)			478
(15)			

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 120000-FHLMC G1 2482 05 50%2022 ***	P	01/17/08	02/06/09
(2) 70000-FHLMC G1 2482 05 50%2022 ***	P	01/17/08	02/06/09
(3) 36000-FNMA P940371 05 50%2037 ***	P	01/17/08	02/06/09
(4) 35000-FHLMC JO 6896 05%2023 ***	P	01/17/08	02/06/09
(5) 410-Glaxosmithkline PLC ADR	P	01/15/08	02/05/09
(6) 675-Swiss Reins Spon ADR	P	01/15/08	02/11/09
(7) 526-Wells Fargo & Co	P	01/15/08	02/05/09
(8) 16000-Federal Natl Mtg Assoc	P	06/02/08	02/24/09
(9) 5000-US Tsy 6.125% Aug 15 2029	P	02/04/08	02/04/09
(10) 560-America Movil Sab De Cv	P	10/30/08	02/20/09
(11) 160-America Movil Sab De Cv	P	12/22/08	02/20/09
(12) 73-America Movil Sab De Cv	P	02/06/09	02/20/09
(13) 138-Banco Santander Chil ADR	P	11/04/08	02/11/09
(14) 190-Banco Santander Chil ADR	P	11/04/08	02/13/09
(15) 7-Banco Santander Chil ADR	P	02/06/09	02/13/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 82,480		82,480	
(2) 47,997		47,997	
(3) 32,254		32,254	
(4) 27,679		27,679	
(5) 15,333		21,423	-6,090
(6) 10,864		50,558	-39,694
(7) 8,897		14,155	-5,258
(8) 17,294		16,227	1,067
(9) 6,520		6,174	346
(10) 15,126		17,352	-2,226
(11) 4,322		5,161	-839
(12) 1,972		2,296	-324
(13) 4,984		4,992	-8
(14) 7,000		6,873	127
(15) 258		271	-13

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			
(2)			
(3)			
(4)			
(5)			-6,090
(6)			-39,694
(7)			-5,258
(8)			1,067
(9)			346
(10)			-2,226
(11)			-839
(12)			-324
(13)			-8
(14)			127
(15)			-13

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 397-Caterpillar Inc	P	07/30/08	02/04/09
(2) 61-Exxon Mobil Corp	P	07/07/08	02/04/09
(3) 44-Nitto Denko Corp	P	07/25/08	02/20/09
(4) 27-Nitto Denko Corp	P	08/06/08	02/20/09
(5) 1-Nitto Denko Corp	P	02/06/09	02/20/09
(6) 188-Swiss Reins Spon ADR	P	02/06/09	02/11/09
(7) 400-Taiwan S Manufacturing ADR	P	08/05/08	02/09/09
(8) 13000-US Tsy 6.125% Aug 15 2029	P	02/04/08	03/02/09
(9) 421-Aetna Inc	P	01/15/08	03/11/09
(10) 13-Bard C R Inc	P	01/15/08	02/25/09
(11) 725-Conocophillips	P	01/15/08	03/25/09
(12) 93-Conocophillips	P	02/25/08	03/25/09
(13) 1050-Disney Walt Co	P	01/15/08	02/26/09
(14) 16-Express Scripts Inc	P	01/15/08	02/25/09
(15) 28-Express Scripts Inc	P	01/15/08	03/16/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 12,376		28,422	-16,046
(2) 4,786		5,398	-612
(3) 7,714		14,171	-6,457
(4) 4,734		8,451	-3,717
(5) 175		204	-29
(6) 3,026		3,081	-55
(7) 3,380		3,910	-530
(8) 17,035		16,045	990
(9) 9,212		23,765	-14,553
(10) 1,098		1,245	-147
(11) 29,163		58,740	-29,577
(12) 3,741		7,583	-3,842
(13) 17,909		31,353	-13,444
(14) 917		1,134	-217
(15) 1,373		1,984	-611

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-16,046
(2)			-612
(3)			-6,457
(4)			-3,717
(5)			-29
(6)			-55
(7)			-530
(8)			990
(9)			-14,553
(10)			-147
(11)			-29,577
(12)			-3,842
(13)			-13,444
(14)			-217
(15)			-611

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 103-International Business Machines	P	01/15/08	03/11/09
(2) 50-Kimberly Clark	P	01/15/08	03/11/09
(3) 115-Kimberly Clark	P	02/25/08	03/11/09
(4) 97-Lockheed Martin Corp	P	01/15/08	03/11/09
(5) 572-Logitech International	P	01/15/08	03/16/09
(6) 381-Metlife Inc	P	02/25/08	03/11/09
(7) 83-Metlife Inc	P	03/10/08	03/11/09
(8) 175-Protective Life Corp	P	01/15/08	03/25/09
(9) 100-Verizon Communications	P	01/15/08	03/11/09
(10) 520-XTO Energy Inc	P	01/15/08	03/11/09
(11) 611-Wells Fargo & Co	P	01/15/08	02/26/09
(12) 42000-US Tsy 3.125% Sep 30 2013	P	02/24/09	03/03/09
(13) 443-Asml Holding NV	P	07/15/08	03/19/09
(14) 2-Asml Holding NV	P	07/28/08	03/19/09
(15) 285-Credicorp Ltd	P	10/20/08	02/26/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 9,057		10,506	-1,449
(2) 2,236		3,362	-1,126
(3) 5,143		7,494	-2,351
(4) 5,741		10,388	-4,647
(5) 5,124		17,091	-11,967
(6) 5,589		22,581	-16,992
(7) 1,218		4,740	-3,522
(8) 1,038		7,117	-6,079
(9) 2,750		4,238	-1,488
(10) 15,661		28,216	-12,555
(11) 8,749		16,442	-7,693
(12) 44,494		44,500	-6
(13) 7,867		10,538	-2,671
(14) 36		45	-9
(15) 10,512		11,448	-936

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-1,449
(2)			-1,126
(3)			-2,351
(4)			-4,647
(5)			-11,967
(6)			-16,992
(7)			-3,522
(8)			-6,079
(9)			-1,488
(10)			-12,555
(11)			-7,693
(12)			-6
(13)			-2,671
(14)			-9
(15)			-936

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 248-Central European Distribution	P	11/03/08	03/03/09
(2) 228-Central European Distribution	P	11/10/08	03/03/09
(3) 142-Central European Distribution	P	01/07/09	03/03/09
(4) 52-Central European Distribution	P	01/08/09	03/03/09
(5) 138-Conocophillips	P	12/11/08	03/25/09
(6) 54-Conocophillips	P	02/06/09	03/25/09
(7) 183-Devon Energy Corp	P	12/11/08	03/25/09
(8) 139-Emerson Electric Co	P	11/21/08	03/11/09
(9) 50-Kimberly Clark	P	04/04/08	03/11/09
(10) 208-Logitech International	P	09/30/08	03/16/09
(11) 377-Logitech International	P	11/21/08	03/16/09
(12) 70-Protective Life Corp	P	10/07/08	03/25/09
(13) 836-Takeda Pharmaceutical ADR	P	06/20/08	03/09/09
(14) 351-Takeda Pharmaceutical ADR	P	09/09/08	03/09/09
(15) 37-Takeda Pharmaceutical ADR	P	02/06/09	03/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,602		7,469	-5,867
(2) 1,473		7,050	-5,577
(3) 917		3,236	-2,319
(4) 336		1,180	-844
(5) 5,551		7,525	-1,974
(6) 2,172		2,591	-419
(7) 9,150		13,573	-4,423
(8) 3,786		4,203	-417
(9) 2,236		3,264	-1,028
(10) 1,863		4,768	-2,905
(11) 3,377		4,493	-1,116
(12) 415		1,723	-1,308
(13) 12,656		22,048	-9,392
(14) 5,314		9,156	-3,842
(15) 560		825	-265

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(1)			-5,867
(2)			-5,577
(3)			-2,319
(4)			-844
(5)			-1,974
(6)			-419
(7)			-4,423
(8)			-417
(9)			-1,028
(10)			-2,905
(11)			-1,116
(12)			-1,308
(13)			-9,392
(14)			-3,842
(15)			-265

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 63-Toyota Motor Corp ADR	P	08/08/08	03/13/09
(2) 57-Toyota Motor Corp ADR	P	08/08/08	03/18/09
(3) 1-Toyota Motor Corp ADR	P	09/03/08	03/18/09
(4) 28-Abbott Labs	P	11/13/07	04/09/09
(5) 101-Abbott Labs	P	11/16/07	04/09/09
(6) 437-Bunge Limited	P	01/15/08	04/27/09
(7) 476-Comcast Corp Class A	P	03/18/08	04/23/09
(8) 164-CVS Caremark Corp	P	01/15/08	04/23/09
(9) 60-Comp De Bebidas Spon ADR	P	01/15/08	04/27/09
(10) 525-Carmax Inc	P	01/15/08	04/03/09
(11) 702-Edison Intl Calif	P	01/15/08	04/16/09
(12) 134-Edison Intl Calif	P	02/25/08	04/16/09
(13) 89-Gilead Sciences Inc	P	02/28/07	04/01/09
(14) 43-Gilead Sciences Inc	P	04/03/07	04/01/09
(15) 220-J P Morgan Chase & Co	P	01/15/08	04/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 3,787		5,679	-1,892
(2) 3,579		5,138	-1,559
(3) 63		90	-27
(4) 1,231		1,521	-290
(5) 4,440		5,561	-1,121
(6) 20,288		55,723	-35,435
(7) 6,376		9,120	-2,744
(8) 4,784		5,902	-1,118
(9) 3,229		4,278	-1,049
(10) 6,391		9,072	-2,681
(11) 19,813		38,231	-18,418
(12) 3,782		6,857	-3,075
(13) 4,023		3,177	846
(14) 1,944		1,682	262
(15) 6,965		8,613	-1,648

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-1,892
(2)			-1,559
(3)			-27
(4)			-290
(5)			-1,121
(6)			-35,435
(7)			-2,744
(8)			-1,118
(9)			-1,049
(10)			-2,681
(11)			-18,418
(12)			-3,075
(13)			846
(14)			262
(15)			-1,648

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 333-Johnson and Johnson	P	01/15/08	04/23/09
(2) 5-Kimberly Clark	P	04/04/08	04/09/09
(3) 516-Luxottica Gp Spa Spon ADR	P	01/15/08	03/27/09
(4) 109-Luxottica Gp Spa Spon ADR	P	01/15/08	03/30/09
(5) 335-Publicis Groupe Spon ADR	P	01/15/08	04/07/09
(6) 627-Philip Morris Intl Inc	P	01/15/08	04/23/09
(7) 147-Research In Motion Ltd	P	11/07/07	04/06/09
(8) 201-Research In Motion Ltd	P	11/09/07	04/06/09
(9) 194-Amgen Inc	P	07/07/08	04/23/09
(10) 273-Bk Yokohama Ltd Japn ADR	P	10/27/08	04/02/09
(11) 109-Comp De Bebidas Spon ADR	P	09/09/08	04/27/09
(12) 1-Comp De Bebidas Spon ADR	P	02/06/09	04/27/09
(13) 210-Genentech Inc	P	12/18/08	04/24/09
(14) 53-Genentech Inc	P	02/06/09	04/24/09
(15) 69-Grupo A Sureste Spon ADR	P	02/03/09	04/22/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 16,851		22,554	-5,703
(2) 240		326	-86
(3) 7,720		13,094	-5,374
(4) 1,584		2,766	-1,182
(5) 9,176		10,918	-1,742
(6) 22,940		34,177	-11,237
(7) 9,157		19,951	-10,794
(8) 12,520		23,364	-10,844
(9) 8,965		9,735	-770
(10) 11,740		10,995	745
(11) 5,865		6,223	-358
(12) 54		45	9
(13) 19,950		16,827	3,123
(14) 5,035		4,399	636
(15) 2,203		2,011	192

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-5,703
(2)			-86
(3)			-5,374
(4)			-1,182
(5)			-1,742
(6)			-11,237
(7)			-10,794
(8)			-10,844
(9)			-770
(10)			745
(11)			-358
(12)			9
(13)			3,123
(14)			636
(15)			192

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 176-Grupo A Sureste Spon ADR	P	02/03/09	04/23/09
(2) 159-Kimberly Clark	P	04/04/08	04/01/09
(3) 134-Kimberly Clark	P	11/21/08	04/09/09
(4) 120-Kimberly Clark	P	12/08/08	04/09/09
(5) 23-Kimberly Clark	P	02/06/09	04/09/09
(6) 315-Luxottica Gp Spa Spon ADR	P	06/16/08	03/30/09
(7) 22-Luxottica Gp Spa Spon ADR	P	02/06/09	03/30/09
(8) 421-Pub Svc Enterprise Group	P	06/03/08	04/23/09
(9) 345-Raytheon Co	P	01/22/09	04/23/09
(10) 34-Raytheon Co	P	02/06/09	04/23/09
(11) 722-Schering Plough Corp	P	07/15/08	04/09/09
(12) 123-Schering Plough Corp	P	02/06/09	04/09/09
(13) 361-Schering Plough Corp	P	02/06/09	04/23/09
(14) 173-Time Warner Cable Inc	P	07/15/08	04/09/09
(15) 43-Time Warner Cable Inc	P	02/06/09	04/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,650		5,130	520
(2) 7,414		10,380	-2,966
(3) 6,427		7,189	-762
(4) 5,755		6,684	-929
(5) 1,103		1,193	-90
(6) 4,578		7,962	-3,384
(7) 320		335	-15
(8) 11,757		18,299	-6,542
(9) 14,925		17,574	-2,649
(10) 1,471		1,632	-161
(11) 16,750		15,876	874
(12) 2,854		2,456	398
(13) 7,799		7,208	591
(14) 4,747		7,046	-2,299
(15) 1,180		1,233	-53

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			520
(2)			-2,966
(3)			-762
(4)			-929
(5)			-90
(6)			-3,384
(7)			-15
(8)			-6,542
(9)			-2,649
(10)			-161
(11)			874
(12)			398
(13)			591
(14)			-2,299
(15)			-53

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 472-Abb Ltd Spon ADR	P	11/07/07	05/21/09
(2) 281-Abb Ltd Spon ADR	P	11/09/07	05/21/09
(3) 54-Aetna Inc	P	01/15/08	05/18/09
(4) 363-A T & T Inc	P	01/15/08	05/18/09
(5) 134-Bae Sys PLC Spon ADR	P	01/15/08	05/21/09
(6) 1033-Comcast Corp Class A	P	03/18/08	05/18/09
(7) 241-Celgene Corp	P	07/11/07	05/21/09
(8) 94-Celgene Corp	P	07/23/07	05/21/09
(9) 627-Chubb Corp	P	01/15/08	04/30/09
(10) 189-Chubb Corp	P	02/25/08	04/30/09
(11) 218-Cisco Systems Inc	P	05/07/08	05/21/09
(12) 300-Dr Reddy's Lab Ltd ADR	P	01/15/08	05/07/09
(13) 32-Dr Reddy's Lab Ltd ADR	P	01/15/08	05/07/09
(14) 772-Dr Reddy's Lab Ltd ADR	P	01/15/08	05/19/09
(15) 20-Google Inc Class A	P	12/21/06	05/21/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,437		15,184	-7,747
(2) 4,428		8,519	-4,091
(3) 1,375		3,048	-1,673
(4) 9,095		13,787	-4,692
(5) 3,059		5,123	-2,064
(6) 15,350		19,792	-4,442
(7) 9,644		14,282	-4,638
(8) 3,762		5,429	-1,667
(9) 24,698		33,073	-8,375
(10) 7,445		9,967	-2,522
(11) 3,981		5,772	-1,791
(12) 3,305		5,051	-1,746
(13) 361		539	-178
(14) 9,612		12,998	-3,386
(15) 7,975		9,154	-1,179

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-7,747
(2)			-4,091
(3)			-1,673
(4)			-4,692
(5)			-2,064
(6)			-4,442
(7)			-4,638
(8)			-1,667
(9)			-8,375
(10)			-2,522
(11)			-1,791
(12)			-1,746
(13)			-178
(14)			-3,386
(15)			-1,179

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 45-Google Inc Class A	P	04/03/07	05/21/09
(2) 14-Google Inc Class A	P	02/01/08	05/21/09
(3) 199-Gilead Sciences Inc	P	04/03/07	05/21/09
(4) 212-Intuitive Surgical Inc	P	01/15/08	05/21/09
(5) 391-Kroger Co	P	01/15/08	05/18/09
(6) 239-Metlife Inc	P	03/10/08	05/18/09
(7) 516-Nidec Corp ADR	P	01/15/08	05/19/09
(8) 342-Oracle Corp	P	04/18/08	05/21/09
(9) 22-Philip Morris Intl Inc	P	01/15/08	05/18/09
(10) 49-Research In Motion Ltd	P	11/09/07	05/21/09
(11) 130-Research In Motion Ltd	P	11/13/07	05/21/09
(12) 183-Roche Holding Ltd Spon ADR	P	02/01/08	05/21/09
(13) 241-Travelers Cos Inc	P	01/15/08	04/30/09
(14) 400-Travelers Cos Inc	P	01/15/08	05/18/09
(15) 306-Verizon Communications	P	01/15/08	05/18/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 17,943		21,312	-3,369
(2) 5,582		7,302	-1,720
(3) 8,518		7,783	735
(4) 30,430		53,997	-23,567
(5) 8,415		9,971	-1,556
(6) 7,215		13,649	-6,434
(7) 6,862		8,189	-1,327
(8) 6,368		7,298	-930
(9) 940		1,199	-259
(10) 3,605		5,696	-2,091
(11) 9,564		14,294	-4,730
(12) 5,924		8,500	-2,576
(13) 9,830		12,051	-2,221
(14) 15,722		20,002	-4,280
(15) 9,177		12,968	-3,791

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0- or Losses (from col (h))
(1)			-3,369
(2)			-1,720
(3)			735
(4)			-23,567
(5)			-1,556
(6)			-6,434
(7)			-1,327
(8)			-930
(9)			-259
(10)			-2,091
(11)			-4,730
(12)			-2,576
(13)			-2,221
(14)			-4,280
(15)			-3,791

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 288-Wells Fargo & Co	P	01/15/08	05/18/09
(2) 357-Aetna Inc	P	02/06/09	05/18/09
(3) 286-Asml Holding NV	P	07/28/08	05/06/09
(4) 180-Asml Holding NV	P	07/30/08	05/06/09
(5) 239-Coca Cola Hellenic S ADS	P	10/20/08	05/13/09
(6) 243-Coca Cola Hellenic S ADS	P	10/20/08	05/14/09
(7) 79-Coca Cola Hellenic S ADS	P	10/21/08	05/14/09
(8) 6-Coca Cola Hellenic S ADS	P	10/21/08	05/15/09
(9) 34-Chubb Corp	P	02/06/09	04/30/09
(10) 92-Chubb Corp	P	03/25/09	04/30/09
(11) 186-Clorox Co	P	02/26/09	05/18/09
(12) 319-Corning Inc	P	10/09/08	05/21/09
(13) 134-Emerson Electric Co	P	11/21/08	05/18/09
(14) 301-Kohls Corp	P	02/09/09	05/21/09
(15) 119-Metlife Inc	P	10/07/08	05/18/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,532		7,750	-218
(2) 9,088		12,377	-3,289
(3) 5,970		6,463	-493
(4) 3,757		4,239	-482
(5) 4,398		3,370	1,028
(6) 4,550		3,426	1,124
(7) 1,479		1,125	354
(8) 110		85	25
(9) 1,339		1,445	-106
(10) 3,624		3,843	-219
(11) 9,583		9,055	528
(12) 4,488		3,933	555
(13) 4,618		4,052	566
(14) 12,641		11,438	1,203
(15) 3,592		4,725	-1,133

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-218
(2)			-3,289
(3)			-493
(4)			-482
(5)			1,028
(6)			1,124
(7)			354
(8)			25
(9)			-106
(10)			-219
(11)			528
(12)			555
(13)			566
(14)			1,203
(15)			-1,133

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2009**

For calendar year 2009, or tax year beginning _____, and ending _____

Name **Britton Fund** Employer Identification Number
34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 827-News Corp Class A	P	10/30/08	05/21/09
(2) 280-PG & E Corp	P	12/08/08	05/18/09
(3) 195-PG & E Corp	P	02/06/09	05/18/09
(4) 330-Philip Morris Intl Inc	P	12/08/08	05/18/09
(5) 32-Philip Morris Intl Inc	P	02/06/09	05/18/09
(6) 421-Schering Plough Corp	P	02/06/09	05/18/09
(7) 711-Taiwan S Manufacturing ADR	P	08/05/08	05/05/09
(8) 400-Unitedhealth Group Inc	P	10/13/08	05/21/09
(9) 208-Ace Limited	P	09/22/08	04/30/09
(10) 345-Wells Fargo & Co	P	11/07/08	05/18/09
(11) 124-Edison Intl Calif	P	02/25/08	06/03/09
(12) 786-East Japan Ry Co ADR	P	06/04/08	06/24/09
(13) 225-Heineken Nv ADR	P	05/28/08	06/16/09
(14) 301-Heineken Nv ADR	P	05/28/08	06/17/09
(15) 101-Heineken Nv ADR	P	05/28/08	06/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,171		8,294	-1,123
(2) 9,935		10,216	-281
(3) 6,919		7,633	-714
(4) 14,103		14,095	8
(5) 1,368		1,185	183
(6) 9,837		8,406	1,431
(7) 7,922		6,949	973
(8) 10,928		8,723	2,205
(9) 9,780		12,661	-2,881
(10) 9,022		9,703	-681
(11) 3,624		6,345	-2,721
(12) 7,936		10,043	-2,107
(13) 3,750		6,526	-2,776
(14) 5,050		8,730	-3,680
(15) 1,812		2,929	-1,117

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than 0-) or Losses (from col. (h))
(1)			-1,123
(2)			-281
(3)			-714
(4)			8
(5)			183
(6)			1,431
(7)			973
(8)			2,205
(9)			-2,881
(10)			-681
(11)			-2,721
(12)			-2,107
(13)			-2,776
(14)			-3,680
(15)			-1,117

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 214-Heineken Nv ADR	P	06/16/08	06/23/09
(2) 161-Johnson and Johnson	P	01/15/08	06/23/09
(3) 335-Kroger Co	P	01/15/08	06/23/09
(4) 584-Nidec Corp ADR	P	01/15/08	05/29/09
(5) 25-Research In Motion Ltd	P	11/13/07	06/12/09
(6) 112-Research In Motion Ltd	P	11/21/07	06/12/09
(7) 309-Capital One Financial	P	04/01/09	06/03/09
(8) 310-Capital One Financial	P	04/01/09	06/23/09
(9) 277-Coca Cola Hellenic S ADS	P	10/21/08	06/11/09
(10) 206-Coca Cola Hellenic S ADS	P	11/24/08	06/11/09
(11) 63-Coca Cola Hellenic S ADS	P	02/06/09	06/11/09
(12) 22-Coca Cola Hellenic S ADS	P	06/05/09	06/11/09
(13) 206-Edison Intl Calif	P	01/27/09	06/03/09
(14) 51-Edison Intl Calif	P	02/06/09	06/03/09
(15) 39-Edison Intl Calif	P	06/02/09	06/03/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 3,839		5,864	-2,025
(2) 8,863		10,905	-2,042
(3) 7,299		8,543	-1,244
(4) 8,320		9,268	-948
(5) 2,075		2,749	-674
(6) 9,298		12,534	-3,236
(7) 7,408		3,922	3,486
(8) 6,529		3,935	2,594
(9) 5,636		3,944	1,692
(10) 4,192		3,026	1,166
(11) 1,282		862	420
(12) 448		468	-20
(13) 6,021		6,894	-873
(14) 1,491		1,705	-214
(15) 1,140		1,171	-31

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-2,025
(2)			-2,042
(3)			-1,244
(4)			-948
(5)			-674
(6)			-3,236
(7)			3,486
(8)			2,594
(9)			1,692
(10)			1,166
(11)			420
(12)			-20
(13)			-873
(14)			-214
(15)			-31

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 73-Harris Stratex Networks	P	05/27/09	06/05/09
(2) 6-Nidec Corp ADR	P	02/06/09	05/29/09
(3) 114-Procter & Gamble Co	P	04/23/09	06/23/09
(4) 73-Seven and I Holdings Co	P	04/06/09	06/25/09
(5) 595-Shiseido Ltd Spon ADR	P	10/01/08	06/25/09
(6) 228-Shiseido Ltd Spon ADR	P	10/15/08	06/25/09
(7) 307-Shiseido Ltd Spon ADR	P	01/14/09	06/25/09
(8) 53-Shiseido Ltd Spon ADR	P	06/02/09	06/25/09
(9) 277-Time Warner Inc	P	07/15/08	06/23/09
(10) 145-Amgen Inc	P	07/07/08	07/09/09
(11) 168-Apple Inc	P	01/30/07	07/21/09
(12) 8-Apple Inc	P	01/31/07	07/21/09
(13) 48-Apple Inc	P	01/31/07	07/23/09
(14) 71-Bunge Limited	P	01/15/08	07/24/09
(15) 31-Intuitive Surgical Inc	P	01/15/08	07/28/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 419		390	29
(2) 85		74	11
(3) 5,751		5,602	149
(4) 3,369		3,301	68
(5) 9,327		13,813	-4,486
(6) 3,574		4,556	-982
(7) 4,813		5,889	-1,076
(8) 831		897	-66
(9) 6,772		8,572	-1,800
(10) 8,412		7,276	1,136
(11) 25,276		14,404	10,872
(12) 1,204		683	521
(13) 7,551		4,096	3,455
(14) 4,796		9,053	-4,257
(15) 6,788		7,896	-1,108

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			29
(2)			11
(3)			149
(4)			68
(5)			-4,486
(6)			-982
(7)			-1,076
(8)			-66
(9)			-1,800
(10)			1,136
(11)			10,872
(12)			521
(13)			3,455
(14)			-4,257
(15)			-1,108

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 419-Kroger Co	P	01/15/08	07/09/09
(2) 186-Nestle S A	P	01/15/08	07/06/09
(3) 188-Research In Motion Ltd	P	11/21/07	07/08/09
(4) 97-Research In Motion Ltd	P	01/15/08	07/08/09
(5) 267-TJX Cos Inc	P	01/15/08	07/22/09
(6) 163-Telefonica SA Spain ADR	P	01/15/08	07/16/09
(7) 187-Telefonica SA Spain ADR	P	01/15/08	07/22/09
(8) 138-Telefonica SA Spain ADR	P	05/07/08	07/22/09
(9) 90-Telefonica SA Spain ADR	P	05/20/08	07/22/09
(10) 219-Ultrapar Particpac Spadr	P	01/15/08	07/13/09
(11) 210-Ultrapar Particpac Spadr	P	01/15/08	07/14/09
(12) 211-Unilever NV NY	P	06/20/08	07/06/09
(13) 361-Vale SA	P	01/15/08	07/23/09
(14) 2029-Arm Holdings PLC Spon ADR	P	05/12/09	07/09/09
(15) 16-Arm Holdings PLC Spon ADR	P	06/05/09	07/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 8,980		10,685	-1,705
(2) 7,068		8,192	-1,124
(3) 12,174		21,038	-8,864
(4) 6,281		8,858	-2,577
(5) 9,454		7,585	1,869
(6) 11,274		15,848	-4,574
(7) 13,046		18,181	-5,135
(8) 9,628		12,022	-2,394
(9) 6,279		7,908	-1,629
(10) 7,067		7,848	-781
(11) 6,736		7,525	-789
(12) 5,149		6,204	-1,055
(13) 6,840		11,097	-4,257
(14) 11,826		10,300	1,526
(15) 93		85	8

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-1,705
(2)			-1,124
(3)			-8,864
(4)			-2,577
(5)			1,869
(6)			-4,574
(7)			-5,135
(8)			-2,394
(9)			-1,629
(10)			-781
(11)			-789
(12)			-1,055
(13)			-4,257
(14)			1,526
(15)			8

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 151-Amdocs Limited	P	11/21/08	07/22/09
(2) 167-Diamond Offshore Drilling	P	01/22/09	07/09/09
(3) 8-Diamond Offshore Drilling	P	02/06/09	07/09/09
(4) 42-Diamond Offshore Drilling	P	03/11/09	07/09/09
(5) 87-Diageo PLC Spon ADR	P	10/02/08	07/02/09
(6) 21-Devon Energy Corp	P	12/11/08	07/09/09
(7) 122-Devon Energy Corp	P	02/06/09	07/09/09
(8) 52-Devon Energy Corp	P	03/11/09	07/09/09
(9) 8-Devon Energy Corp	P	06/05/09	07/09/09
(10) 231-Essilor Intl SA ADR	P	10/01/08	07/20/09
(11) 183-Firstenergy Corp	P	09/15/08	07/22/09
(12) 233-Heineken Nv ADR	P	07/31/08	07/06/09
(13) 312-Heineken Nv ADR	P	07/31/08	07/07/09
(14) 267-Heineken Nv ADR	P	01/09/09	07/07/09
(15) 76-Heineken Nv ADR	P	02/06/09	07/07/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 3,473		2,624	849
(2) 13,024		9,845	3,179
(3) 624		537	87
(4) 3,276		2,343	933
(5) 5,134		5,891	-757
(6) 1,068		1,558	-490
(7) 6,202		7,097	-895
(8) 2,644		2,168	476
(9) 407		531	-124
(10) 5,937		5,967	-30
(11) 7,455		12,446	-4,991
(12) 4,344		5,576	-1,232
(13) 5,794		7,466	-1,672
(14) 4,958		4,309	649
(15) 1,411		1,113	298

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			849
(2)			3,179
(3)			87
(4)			933
(5)			-757
(6)			-490
(7)			-895
(8)			476
(9)			-124
(10)			-30
(11)			-4,991
(12)			-1,232
(13)			-1,672
(14)			649
(15)			298

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 37-Intuitive Surgical Inc	P	10/30/08	07/28/09
(2) 227-Mobile Telesys Ojsc ADR	P	07/30/08	07/02/09
(3) 778-Ntt Docomo Inc Spon ADR	P	04/29/09	07/06/09
(4) 19-Ntt Docomo Inc Spon ADR	P	06/05/09	07/06/09
(5) 277-Procter & Gamble Co	P	04/23/09	07/09/09
(6) 588-Turkcell Iletisim ADR	P	09/30/08	07/02/09
(7) 303-Turkcell Iletisim ADR	P	10/14/08	07/02/09
(8) 2-Turkcell Iletisim ADR	P	02/06/09	07/02/09
(9) 414-Time Warner Inc	P	07/15/08	07/09/09
(10) 171-Time Warner Inc	P	02/06/09	07/09/09
(11) 32-Time Warner Inc	P	06/05/09	07/09/09
(12) 13-Telefonica SA Spain ADR	P	02/06/09	07/22/09
(13) 48-Telefonica SA Spain ADR	P	06/02/09	07/22/09
(14) 245-United Overseas Bank Spon ADR	P	10/09/08	07/21/09
(15) 218-United Overseas Bank Spon ADR	P	10/09/08	07/22/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 8,102		6,220	1,882
(2) 8,132		16,325	-8,193
(3) 11,437		11,196	241
(4) 279		270	9
(5) 14,493		13,612	881
(6) 8,020		8,939	-919
(7) 4,133		4,644	-511
(8) 27		29	-2
(9) 9,936		12,812	-2,876
(10) 4,104		3,743	361
(11) 768		801	-33
(12) 907		744	163
(13) 3,349		3,165	184
(14) 5,240		5,352	-112
(15) 4,695		4,762	-67

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			1,882
(2)			-8,193
(3)			241
(4)			9
(5)			881
(6)			-919
(7)			-511
(8)			-2
(9)			-2,876
(10)			361
(11)			-33
(12)			163
(13)			184
(14)			-112
(15)			-67

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning , and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 278-Vivendi Shs	P	04/16/09	07/20/09
(2) 5-Vivendi Shs	P	06/05/09	07/20/09
(3) 207-Vivendi Shs	P	06/19/09	07/20/09
(4) 246-Wolters Kluwr NV Spon ADR	P	04/20/09	07/10/09
(5) 203-Wolters Kluwr NV Spon ADR	P	04/21/09	07/10/09
(6) 13-Wolters Kluwr NV Spon ADR	P	06/05/09	07/10/09
(7) 18000-Federal Natl Mtg Assoc	P	06/02/08	08/18/09
(8) 44-Apple Inc	P	01/31/07	08/14/09
(9) 75-Apple Inc	P	08/27/07	08/14/09
(10) 58-Comcast Corp Class A	P	03/18/08	08/25/09
(11) 210-East Japan Ry Co ADR	P	06/04/08	08/24/09
(12) 382-East Japan Ry Co ADR	P	06/24/08	08/24/09
(13) 374-East Japan Ry Co ADR	P	06/24/08	08/25/09
(14) 528-East Japan Ry Co ADR	P	08/06/08	08/25/09
(15) 8-Johnson and Johnson	P	01/15/08	08/25/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,134		7,220	-86
(2) 128		132	-4
(3) 5,312		5,127	185
(4) 4,236		3,873	363
(5) 3,496		3,174	322
(6) 224		242	-18
(7) 19,390		18,227	1,163
(8) 7,370		3,755	3,615
(9) 12,563		10,004	2,559
(10) 885		1,111	-226
(11) 2,128		2,683	-555
(12) 3,872		4,805	-933
(13) 3,859		4,704	-845
(14) 5,448		7,062	-1,614
(15) 488		542	-54

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-86
(2)			-4
(3)			185
(4)			363
(5)			322
(6)			-18
(7)			1,163
(8)			3,615
(9)			2,559
(10)			-226
(11)			-555
(12)			-933
(13)			-845
(14)			-1,614
(15)			-54

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story bnck warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 400-Johnson and Johnson	P	02/25/08	08/25/09
(2) 30-Kroger Co	P	01/15/08	08/03/09
(3) 441-Kroger Co	P	02/25/08	08/03/09
(4) 187-Kroger Co	P	02/25/08	08/10/09
(5) 76-Nestle S A	P	01/15/08	08/20/09
(6) 86-Nokia Corp Spon ADR	P	01/23/08	08/20/09
(7) 365-Nokia Corp Spon ADR	P	03/14/08	08/20/09
(8) 298-Nokia Corp Spon ADR	P	04/17/08	08/20/09
(9) 570-Nokia Corp Spon ADR	P	07/01/08	08/20/09
(10) 449-Staples Inc	P	03/18/08	08/03/09
(11) 537-Total SA Spon ADR	P	01/15/08	08/20/09
(12) 247-Teva Pharmactcl Inds ADR	P	11/13/07	08/03/09
(13) 63-Teva Pharmactcl Inds ADR	P	11/13/07	08/17/09
(14) 100-Travelers Cos Inc	P	01/15/08	08/10/09
(15) 212-Travelers Cos Inc	P	02/25/08	08/10/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 24,408		25,376	-968
(2) 646		765	-119
(3) 9,492		11,181	-1,689
(4) 3,923		4,741	-818
(5) 3,077		3,347	-270
(6) 1,050		2,620	-1,570
(7) 4,455		11,548	-7,093
(8) 3,637		8,548	-4,911
(9) 6,957		13,500	-6,543
(10) 9,589		9,911	-322
(11) 29,527		44,404	-14,877
(12) 13,101		11,048	2,053
(13) 3,196		2,818	378
(14) 4,684		5,001	-317
(15) 9,930		10,153	-223

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-968
(2)			-119
(3)			-1,689
(4)			-818
(5)			-270
(6)			-1,570
(7)			-7,093
(8)			-4,911
(9)			-6,543
(10)			-322
(11)			-14,877
(12)			2,053
(13)			378
(14)			-317
(15)			-223

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 107-Anheuser-Busch Inbev ADR	P	07/08/09	07/31/09
(2) 189-Biogen Idec Inc	P	01/22/09	08/03/09
(3) 17-Biogen Idec Inc	P	02/06/09	08/03/09
(4) 112-Biogen Idec Inc	P	04/23/09	08/03/09
(5) 29-Biogen Idec Inc	P	06/02/09	08/03/09
(6) 462-Comcast Corp Class A	P	10/17/08	08/25/09
(7) 265-Comcast Corp Class A	P	02/06/09	08/25/09
(8) 498-Comcast Corp Class A	P	02/26/09	08/25/09
(9) 104-Comcast Corp Class A	P	06/02/09	08/25/09
(10) 3-Comcast Corp Class A	P	06/05/09	08/25/09
(11) 139-Check Point Software Tech	P	12/17/08	08/25/09
(12) 67-Diageo PLC Spon ADR	P	10/02/08	08/21/09
(13) 332-East Japan Ry Co ADR	P	12/19/08	08/25/09
(14) 171-East Japan Ry Co ADR	P	02/06/09	08/25/09
(15) 659-Gold Fields Spon ADR	P	02/03/09	08/20/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 4,229		4,029	200
(2) 9,081		9,658	-577
(3) 817		881	-64
(4) 5,381		5,210	171
(5) 1,393		1,514	-121
(6) 7,053		7,121	-68
(7) 4,046		3,757	289
(8) 7,603		6,823	780
(9) 1,588		1,492	96
(10) 46		44	2
(11) 3,949		2,737	1,212
(12) 4,295		4,537	-242
(13) 3,426		4,285	-859
(14) 1,764		1,796	-32
(15) 7,888		7,051	837

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			200
(2)			-577
(3)			-64
(4)			171
(5)			-121
(6)			-68
(7)			289
(8)			780
(9)			96
(10)			2
(11)			1,212
(12)			-242
(13)			-859
(14)			-32
(15)			837

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 43-Gold Fields Spon ADR	P	02/06/09	08/20/09
(2) 407-Gold Fields Spon ADR	P	03/20/09	08/20/09
(3) 35-Gold Fields Spon ADR	P	06/02/09	08/20/09
(4) 53-Johnson and Johnson	P	06/02/09	08/25/09
(5) 158-Kroger Co	P	02/06/09	08/10/09
(6) 110-Kroger Co	P	03/11/09	08/10/09
(7) 108-Kroger Co	P	06/02/09	08/10/09
(8) 296-Metlife Inc	P	10/07/08	08/10/09
(9) 29-Metlife Inc	P	02/06/09	08/10/09
(10) 40-Secom Co Ltd	P	03/18/09	08/25/09
(11) 48-Secom Co Ltd	P	03/19/09	08/25/09
(12) 103-Secom Co Ltd	P	04/08/09	08/25/09
(13) 5-Secom Co Ltd	P	06/02/09	08/25/09
(14) 402-Suez Environment Spon ADR	P	12/22/08	08/06/09
(15) 140-Suez Environment Spon ADR	P	12/22/08	08/07/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 515		462	53
(2) 4,872		5,051	-179
(3) 419		475	-56
(4) 3,234		2,981	253
(5) 3,314		3,596	-282
(6) 2,307		2,295	12
(7) 2,265		2,517	-252
(8) 10,799		11,753	-954
(9) 1,058		883	175
(10) 3,445		3,133	312
(11) 4,134		3,833	301
(12) 8,871		7,913	958
(13) 431		406	25
(14) 3,755		3,422	333
(15) 1,304		1,192	112

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			53
(2)			-179
(3)			-56
(4)			253
(5)			-282
(6)			12
(7)			-252
(8)			-954
(9)			175
(10)			312
(11)			301
(12)			958
(13)			25
(14)			333
(15)			112

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning		and ending

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 16-Total SA Spon ADR	P	02/04/09	08/02/09
(2) 99-Teva Pharmactcl Inds ADR	P	10/17/08	08/17/09
(3) 54-Teva Pharmactcl Inds ADR	P	11/21/08	08/17/09
(4) 120-Teva Pharmactcl Inds ADR	P	11/24/08	08/17/09
(5) 1148-UBS AG Reg	P	11/21/08	08/18/09
(6) 9-UBS AG Reg	P	02/06/09	08/18/09
(7) 437-UBS AG Reg	P	04/21/09	08/18/09
(8) 191-Veolia Environnement ADR	P	09/29/08	08/06/09
(9) 23000-Federal Home Loan Mtg Corp	P	01/17/08	09/09/09
(10) 10000-Federal Home Loan Mtg Corp	P	09/02/08	09/09/09
(11) 7000-US Tsy 6.125% Aug 15 2029	P	02/04/08	09/23/09
(12) 14000-US Tsy 4.5% Feb 15 2036	P	01/17/08	09/23/09
(13) 3000-FHLMC GO 2682 07%2037 ***	P	01/17/08	09/24/09
(14) 85503-FNMA P940371 05 50%2037 ***	P	01/17/08	09/23/09
(15) 40000-FHLMC A7 2480 05%2038 ***	P	01/17/08	09/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 880		842	38
(2) 5,022		4,037	985
(3) 2,739		2,262	477
(4) 6,088		5,037	1,051
(5) 18,240		11,025	7,215
(6) 143		101	42
(7) 6,943		5,098	1,845
(8) 6,234		8,088	-1,854
(9) 25,011		23,825	1,186
(10) 10,875		10,173	702
(11) 8,830		8,611	219
(12) 14,676		14,537	139
(13) 1,417		1,417	
(14) 68,507		68,507	
(15) 38,071		38,071	

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			38
(2)			985
(3)			477
(4)			1,051
(5)			7,215
(6)			42
(7)			1,845
(8)			-1,854
(9)			1,186
(10)			702
(11)			219
(12)			139
(13)			
(14)			
(15)			

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund

34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 15000-FNMA P963630 05%203 COR ***	P	04/17/08	09/23/09
(2) 60000-FNMA P962989 05 50%2038 ***	P	03/12/08	09/23/09
(3) 244-Abb Ltd Spon ADR	P	11/09/07	09/03/09
(4) 66-Abb Ltd Spon ADR	P	02/13/08	09/03/09
(5) 378-Abb Ltd Spon ADR	P	02/13/08	09/03/09
(6) 436-Abb Ltd Spon ADR	P	02/13/08	09/04/09
(7) 401-CVS Caremark Corp	P	01/15/08	09/09/09
(8) 495-CVS Caremark Corp	P	01/15/08	09/11/09
(9) 271-Dr Reddy's Lab Ltd ADR	P	01/15/08	09/08/09
(10) 347-Electronic Arts Inc	P	01/15/08	09/11/09
(11) 42-Electronic Arts Inc	P	01/15/08	09/15/09
(12) 75-Harman International Inds Inc	P	01/15/08	09/02/09
(13) 283-Hewlett Packard Co	P	03/16/07	09/09/09
(14) 75-Hewlett Packard Co	P	04/03/07	09/09/09
(15) 141-International Business Machines	P	01/15/08	09/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 11,245		11,245	
(2) 49,916		49,916	
(3) 4,556		7,397	-2,841
(4) 1,232		1,585	-353
(5) 7,058		9,076	-2,018
(6) 8,178		10,468	-2,290
(7) 14,588		14,432	156
(8) 18,119		17,815	304
(9) 4,421		4,563	-142
(10) 6,266		17,978	-11,712
(11) 758		2,176	-1,418
(12) 2,081		3,037	-956
(13) 12,780		11,365	1,415
(14) 3,387		3,078	309
(15) 16,457		14,382	2,075

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			
(2)			
(3)			-2,841
(4)			-353
(5)			-2,018
(6)			-2,290
(7)			156
(8)			304
(9)			-142
(10)			-11,712
(11)			-1,418
(12)			-956
(13)			1,415
(14)			309
(15)			2,075

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 229-J P Morgan Chase & Co	P	01/15/08	09/09/09
(2) 604-Nestle S A	P	01/15/08	09/09/09
(3) 485-Taiwan S Manufacturing ADR	P	08/05/08	09/08/09
(4) 81-Taiwan S Manufacturing ADR	P	08/05/08	09/22/09
(5) 307-Vodafone Group PLC	P	01/15/08	09/17/09
(6) 341-Dr Reddy's Lab Ltd ADR	P	11/21/08	09/08/09
(7) 26-Dr Reddy's Lab Ltd ADR	P	02/06/09	09/08/09
(8) 30-Dr Reddy's Lab Ltd ADR	P	06/02/09	09/08/09
(9) 300-Essilor Intl SA ADR	P	10/01/08	09/09/09
(10) 27-Essilor Intl SA ADR	P	02/06/09	09/09/09
(11) 440-Electronic Arts Inc	P	02/06/09	09/15/09
(12) 174-Electronic Arts Inc	P	02/06/09	09/17/09
(13) 296-Electronic Arts Inc	P	05/21/09	09/17/09
(14) 36-Electronic Arts Inc	P	06/02/09	09/17/09
(15) 43-Harman International Inds Inc	P	10/07/08	09/02/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 9,759		8,966	793
(2) 24,955		26,603	-1,648
(3) 5,364		4,724	640
(4) 877		789	88
(5) 7,092		10,940	-3,848
(6) 5,563		2,705	2,858
(7) 424		246	178
(8) 489		393	96
(9) 8,021		7,749	272
(10) 722		518	204
(11) 7,937		8,330	-393
(12) 3,261		3,294	-33
(13) 5,547		6,464	-917
(14) 675		844	-169
(15) 1,193		1,069	124

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			793
(2)			-1,648
(3)			640
(4)			88
(5)			-3,848
(6)			2,858
(7)			178
(8)			96
(9)			272
(10)			204
(11)			-393
(12)			-33
(13)			-917
(14)			-169
(15)			124

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 4-Harman International Inds Inc	P	06/05/09	09/02/09
(2) 506-Nrg Energy Inc	P	03/11/09	09/17/09
(3) 86-Nrg Energy Inc	P	06/02/09	09/17/09
(4) 461-Taiwan S Manufacturing ADR	P	11/10/08	09/22/09
(5) 33-Taiwan S Manufacturing ADR	P	06/05/09	09/22/09
(6) 659-Taiwan S Manufacturing ADR	P	07/08/09	09/22/09
(7) 138-Veolia Environnement ADR	P	09/29/08	09/23/09
(8) 141-Veolia Environnement ADR	P	10/16/08	09/23/09
(9) 125-Veolia Environnement ADR	P	11/21/08	09/23/09
(10) 1-Veolia Environnement ADR	P	06/05/09	09/23/09
(11) 158757-FHLMC G1 2482 05 50%2022 ***	P	01/17/08	10/27/09
(12) 98-Abbott Labs	P	11/16/07	10/23/09
(13) 19-Astoria Financial Corp	P	01/15/08	10/23/09
(14) 26-Affiliated Computer Services	P	01/15/08	10/23/09
(15) 73-Akamai Technologies Inc	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 111		83	28
(2) 14,407		7,975	6,432
(3) 2,449		2,062	387
(4) 4,993		3,503	1,490
(5) 357		340	17
(6) 7,137		6,068	1,069
(7) 5,443		5,844	-401
(8) 5,562		4,519	1,043
(9) 4,931		2,865	2,066
(10) 39		31	8
(11) 81,033		81,033	
(12) 5,018		5,396	-378
(13) 205		418	-213
(14) 1,405		1,123	282
(15) 1,569		1,947	-378

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			28
(2)			6,432
(3)			387
(4)			1,490
(5)			17
(6)			1,069
(7)			-401
(8)			1,043
(9)			2,066
(10)			8
(11)			
(12)			-378
(13)			-213
(14)			282
(15)			-378

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 50-Air Products & Chemicals	P	10/07/08	10/23/09
(2) 100-Abb Ltd Spon ADR	P	02/13/08	10/23/09
(3) 25-Ansys Inc	P	07/15/08	10/23/09
(4) 37-American Tower Corp Class A	P	01/15/08	10/23/09
(5) 20-Alcon Inc	P	07/11/06	10/23/09
(6) 200-A T & T Inc	P	01/15/08	10/23/09
(7) 32-Amgen Inc	P	07/07/08	10/23/09
(8) 48-Amgen Inc	P	07/25/08	10/23/09
(9) 31-Apache Corp	P	01/15/08	10/23/09
(10) 121-Apple Inc	P	08/27/07	10/23/09
(11) 21-Borg Warner Inc	P	01/15/08	10/23/09
(12) 20-Bunge Limited	P	01/15/08	10/23/09
(13) 11-Boston Pptys Inc	P	01/15/08	10/23/09
(14) 50-Bucyrus Intl Inc	P	04/29/08	10/23/09
(15) 10-Beckman Coulter Inc	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 4,058		3,051	1,007
(2) 2,135		2,401	-266
(3) 1,064		1,045	19
(4) 1,422		1,459	-37
(5) 2,942		2,001	941
(6) 5,130		7,596	-2,466
(7) 1,795		1,606	189
(8) 2,693		2,592	101
(9) 3,085		3,248	-163
(10) 24,717		16,139	8,578
(11) 688		879	-191
(12) 1,261		2,550	-1,289
(13) 693		962	-269
(14) 2,392		3,133	-741
(15) 693		733	-40

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			1,007
(2)			-266
(3)			19
(4)			-37
(5)			941
(6)			-2,466
(7)			189
(8)			101
(9)			-163
(10)			8,578
(11)			-191
(12)			-1,289
(13)			-269
(14)			-741
(15)			-40

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs. MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 10-Bard C R Inc	P	01/15/08	10/23/09
(2) 23-Bunzl PLC ADR	P	01/15/08	10/23/09
(3) 100-Bae Sys PLC Spon ADR	P	01/15/08	10/23/09
(4) 33-Brinker Intl Inc	P	01/15/08	10/23/09
(5) 7-CSX Corp	P	01/15/08	10/23/09
(6) 49-Cameco Corp	P	01/15/08	10/23/09
(7) 20-Covance Inc	P	01/15/08	10/23/09
(8) 200-CVS Caremark Corp	P	01/15/08	10/23/09
(9) 465-CVS Caremark Corp	P	01/15/08	10/26/09
(10) 169-CVS Caremark Corp	P	02/01/08	10/26/09
(11) 50-Crown Castle Intl	P	10/13/08	10/23/09
(12) 39-China Mobil Ltd Spon ADR	P	06/17/08	10/23/09
(13) 50-Celgene Corp	P	07/23/07	10/23/09
(14) 16-CME Group Inc	P	05/14/08	10/23/09
(15) 33-Chesapeake Energy	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 768		958	-190
(2) 1,224		1,482	-258
(3) 2,067		3,823	-1,756
(4) 462		522	-60
(5) 304		299	5
(6) 1,499		1,855	-356
(7) 1,118		1,902	-784
(8) 7,418		7,198	220
(9) 17,219		16,735	484
(10) 6,258		6,758	-500
(11) 1,607		1,087	520
(12) 1,902		2,698	-796
(13) 2,717		2,888	-171
(14) 5,128		7,556	-2,428
(15) 885		1,308	-423

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-190
(2)			-258
(3)			-1,756
(4)			-60
(5)			5
(6)			-356
(7)			-784
(8)			220
(9)			484
(10)			-500
(11)			520
(12)			-796
(13)			-171
(14)			-2,428
(15)			-423

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name

Britton Fund

Employer Identification Number

34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 340-Cisco Systems Inc	P	05/07/08	10/23/09
(2) 92-Corning Inc	P	10/09/08	10/23/09
(3) 25-Darden Restaurants Inc	P	01/15/08	10/23/09
(4) 20-Diageo PLC Spon ADR	P	10/02/08	10/23/09
(5) 6-Deere Co	P	10/18/07	10/23/09
(6) 34-Deere Co	P	11/02/07	10/23/09
(7) 24-D R Horton Inc	P	01/15/08	10/23/09
(8) 25-Express Scripts Inc	P	01/15/08	10/23/09
(9) 48-Eaton Vance Corp	P	01/15/08	10/23/09
(10) 57-Exxon Mobil Corp	P	07/07/08	10/23/09
(11) 100-Experian PLC Spon ADR	P	01/15/08	10/23/09
(12) 256-Firstenergy Corp	P	09/15/08	10/19/09
(13) 269-Firstenergy Corp	P	09/22/08	10/19/09
(14) 61-Fresenius Medical Care	P	01/15/08	10/23/09
(15) 19-Gatx Corp	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 8,201		9,003	-802
(2) 1,433		1,134	299
(3) 784		540	244
(4) 1,257		1,354	-97
(5) 290		452	-162
(6) 1,643		2,598	-955
(7) 295		271	24
(8) 2,013		1,771	242
(9) 1,451		1,797	-346
(10) 4,184		5,044	-860
(11) 935		755	180
(12) 12,108		17,411	-5,303
(13) 12,723		18,261	-5,538
(14) 2,963		3,440	-477
(15) 554		603	-49

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-802
(2)			299
(3)			244
(4)			-97
(5)			-162
(6)			-955
(7)			24
(8)			242
(9)			-346
(10)			-860
(11)			180
(12)			-5,303
(13)			-5,538
(14)			-477
(15)			-49

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 44-General Dynamics Corp	P	01/15/08	10/23/09
(2) 66-Goldman Sachs Group Inc	P	10/13/08	10/21/09
(3) 36-Goldman Sachs Group Inc	P	10/13/08	10/23/09
(4) 13-Google Inc Class A	P	02/01/08	10/23/09
(5) 98-Gilead Sciences Inc	P	04/03/07	10/23/09
(6) 52-Gilead Sciences Inc	P	04/18/07	10/23/09
(7) 37-Helix Energy Solutions	P	08/11/08	10/23/09
(8) 41-Harris Corp	P	01/15/08	10/23/09
(9) 14-Harsco Corp	P	01/15/08	10/23/09
(10) 50-Hewlett Packard Co	P	04/03/07	10/23/09
(11) 25-International Business Machines	P	01/15/08	10/23/09
(12) 20-International Game Technology	P	01/15/08	10/23/09
(13) 22-Integrays Energy Group	P	01/15/08	10/23/09
(14) 36-International Rectifier Corp	P	01/15/08	10/23/09
(15) 20-Intuit Inc	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 2,924		3,765	-841
(2) 12,193		6,949	5,244
(3) 6,480		3,790	2,690
(4) 7,209		6,780	429
(5) 4,310		3,833	477
(6) 2,287		2,050	237
(7) 577		1,089	-512
(8) 1,619		2,091	-472
(9) 507		761	-254
(10) 2,423		2,052	371
(11) 3,030		2,550	480
(12) 418		804	-386
(13) 775		1,135	-360
(14) 720		951	-231
(15) 598		616	-18

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-841
(2)			5,244
(3)			2,690
(4)			429
(5)			477
(6)			237
(7)			-512
(8)			-472
(9)			-254
(10)			371
(11)			480
(12)			-386
(13)			-360
(14)			-231
(15)			-18

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
-----------------------------	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 40-Jefferies Group Inc	P	01/15/08	10/23/09
(2) 241-J P Morgan Chase & Co	P	01/15/08	10/21/09
(3) 170-J P Morgan Chase & Co	P	01/15/08	10/23/09
(4) 267-J P Morgan Chase & Co	P	01/15/08	10/26/09
(5) 35-Joy Global Inc	P	04/29/08	10/23/09
(6) 328-Lockheed Martin Corp	P	01/15/08	10/19/09
(7) 58-Lockheed Martin Corp	P	02/25/08	10/19/09
(8) 80-Lottomatica Spa Spon ADR	P	06/24/08	10/23/09
(9) 41-Monsanto Co	P	02/01/08	10/23/09
(10) 67-Merck & Co Inc	P	09/08/08	10/23/09
(11) 53-Nintendo Ltd ADR	P	01/15/08	10/23/09
(12) 43-Newfield Expl Co	P	01/15/08	10/23/09
(13) 38-Novartis ADR	P	01/15/08	10/23/09
(14) 116-Nestle S A	P	01/15/08	10/21/09
(15) 50-Nestle S A	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,106		698	408
(2) 11,144		9,436	1,708
(3) 7,715		6,656	1,059
(4) 11,669		10,454	1,215
(5) 2,000		2,581	-581
(6) 25,247		35,125	-9,878
(7) 4,464		6,104	-1,640
(8) 1,804		2,321	-517
(9) 3,059		4,708	-1,649
(10) 2,171		2,333	-162
(11) 1,757		3,570	-1,813
(12) 1,972		2,317	-345
(13) 1,972		2,150	-178
(14) 5,289		5,109	180
(15) 2,302		2,202	100

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col. (k), but not less than -0- or Losses (from col (h)))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			408
(2)			1,708
(3)			1,059
(4)			1,215
(5)			-581
(6)			-9,878
(7)			-1,640
(8)			-517
(9)			-1,649
(10)			-162
(11)			-1,813
(12)			-345
(13)			-178
(14)			180
(15)			100

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
-----------------------------	---

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 22-Nike Inc Class B	P	01/15/08	10/23/09
(2) 66-Novo Nordisk A S ADR	P	01/15/08	10/23/09
(3) 48-Occidental Pete Corp	P	01/15/08	10/23/09
(4) 56-Occidental Pete Corp	P	01/15/08	10/26/09
(5) 260-Oracle Corp	P	04/18/08	10/23/09
(6) 58-Pulte Homes Inc	P	01/15/08	10/23/09
(7) 32-Pharm Prod Dev Inc	P	01/15/08	10/23/09
(8) 20-Pioneer Natural Res Co	P	01/15/08	10/23/09
(9) 121-Petrleo Bras Vtg Spon ADR	P	01/15/08	10/23/09
(10) 37-Publicis Groupe Spon ADR	P	01/15/08	10/23/09
(11) 200-Pfizer Inc	P	10/14/08	10/23/09
(12) 884-Pub Svc Enterprise Group	P	06/03/08	10/19/09
(13) 47-Raymond James Finl Inc	P	01/15/08	10/23/09
(14) 50-Republic Services Inc	P	01/15/08	10/23/09
(15) 100-Research In Motion Ltd	P	01/15/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,408		1,265	143
(2) 4,261		4,108	153
(3) 3,944		3,462	482
(4) 4,674		4,039	635
(5) 5,733		5,548	185
(6) 583		513	70
(7) 736		1,527	-791
(8) 855		888	-33
(9) 6,050		6,353	-303
(10) 1,537		1,206	331
(11) 3,440		3,388	52
(12) 27,899		38,423	-10,524
(13) 1,189		1,344	-155
(14) 1,350		1,513	-163
(15) 6,611		9,132	-2,521

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			143
(2)			153
(3)			482
(4)			635
(5)			185
(6)			70
(7)			-791
(8)			-33
(9)			-303
(10)			331
(11)			52
(12)			-10,524
(13)			-155
(14)			-163
(15)			-2,521

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 127-Roche Holding Ltd Spon ADR	P	02/01/08	10/23/09
(2) 80-Sociedad Q&M Chle Spon ADR	P	08/22/08	10/23/09
(3) 70-Sap AG Shs	P	01/15/08	10/23/09
(4) 24-Siemens AG ADR	P	07/30/08	10/23/09
(5) 33-Scotts Miracle Grow	P	01/15/08	10/23/09
(6) 34-Scientific Games Corp	P	01/15/08	10/23/09
(7) 31-Snap On Inc	P	01/15/08	10/23/09
(8) 100-Staples Inc	P	03/18/08	10/23/09
(9) 8-TJX Cos Inc	P	01/15/08	10/23/09
(10) 76-TJX Cos Inc	P	10/07/08	10/23/09
(11) 93-Tesco PLC Spon ADR	P	01/15/08	10/23/09
(12) 80-Talisman Energy Inc	P	01/15/08	10/23/09
(13) 80-TNT NV ADR	P	01/15/08	10/23/09
(14) 20-Travelers Cos Inc	P	02/25/08	10/23/09
(15) 15-Toyota Motor Corp ADR	P	09/03/08	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,074		5,899	-825
(2) 3,102		3,026	76
(3) 3,620		3,398	222
(4) 2,366		2,921	-555
(5) 1,403		1,120	283
(6) 610		964	-354
(7) 1,166		1,308	-142
(8) 2,251		2,207	44
(9) 320		227	93
(10) 3,039		2,179	860
(11) 1,771		2,250	-479
(12) 1,471		1,444	27
(13) 2,232		2,971	-739
(14) 1,032		958	74
(15) 1,163		1,344	-181

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-825
(2)			76
(3)			222
(4)			-555
(5)			283
(6)			-354
(7)			-142
(8)			44
(9)			93
(10)			860
(11)			-479
(12)			27
(13)			-739
(14)			74
(15)			-181

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 50-United Nat Foods Inc	P	01/15/08	10/23/09
(2) 34-United Nat Foods Inc	P	06/12/08	10/23/09
(3) 84-Ultrapar Particpac Spadr	P	01/15/08	10/23/09
(4) 80-Unilever NV NY	P	06/20/08	10/23/09
(5) 380-Unitedhealth Group Inc	P	10/13/08	10/23/09
(6) 99-United Techs Corp	P	10/15/07	10/23/09
(7) 66-United Overseas Bank Spon ADR	P	10/09/08	10/23/09
(8) 31-Valspar Corp	P	01/15/08	10/23/09
(9) 163-Verizon Communications	P	01/15/08	10/23/09
(10) 134-Vodafone Group PLC	P	01/15/08	10/23/09
(11) 12-Vale SA	P	01/15/08	10/20/09
(12) 314-Vale SA	P	01/15/08	10/21/09
(13) 100-Vale SA	P	01/15/08	10/23/09
(14) 100-Ace Limited	P	09/22/08	10/23/09
(15) 192-Ace Limited	P	09/22/08	10/26/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,263		1,324	-61
(2) 859		718	141
(3) 3,870		3,010	860
(4) 2,497		2,352	145
(5) 9,755		8,287	1,468
(6) 6,509		7,906	-1,397
(7) 1,620		1,442	178
(8) 819		596	223
(9) 4,691		6,908	-2,217
(10) 2,994		4,775	-1,781
(11) 5,554		6,517	-963
(12) 8,588		9,652	-1,064
(13) 2,721		3,074	-353
(14) 5,432		6,056	-624
(15) 10,487		11,627	-1,140

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(1)			-61
(2)			141
(3)			860
(4)			145
(5)			1,468
(6)			-1,397
(7)			178
(8)			223
(9)			-2,217
(10)			-1,781
(11)			-963
(12)			-1,064
(13)			-353
(14)			-624
(15)			-1,140

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 43-XTO Energy Inc	P	01/15/08	10/23/09
(2) 34-Wal-Mart Stores Inc	P	02/25/08	10/23/09
(3) 37-Xilinx Inc	P	01/15/08	10/23/09
(4) 25-Yum Brands Inc	P	01/15/08	10/23/09
(5) 25-Waste Management Inc	P	10/07/08	10/23/09
(6) 151-Willis Group Holdings Ltd	P	01/15/08	10/23/09
(7) 10-Whiting Petroleum Corp	P	01/15/08	10/23/09
(8) 20-Amdocs Limited	P	11/21/08	10/23/09
(9) 25-Avalonbay Cmmun Inc	P	01/14/09	10/23/09
(10) 77-Antofagasta PLC Spon ADR	P	08/28/09	10/23/09
(11) 14-America Movil Sab De Cv	P	05/21/09	10/23/09
(12) 25-Anheuser-Busch Inbev ADR	P	07/08/09	10/23/09
(13) 38-Accenture PLC Shs	P	06/04/09	10/23/09
(14) 150-Alcatel Lucent Spon ADR	P	09/08/09	10/23/09
(15) 80-American Electric Power Co	P	04/16/09	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,905		2,333	-428
(2) 1,708		1,704	4
(3) 847		706	141
(4) 857		874	-17
(5) 778		768	10
(6) 4,030		5,510	-1,480
(7) 606		573	33
(8) 507		347	160
(9) 1,834		1,283	551
(10) 2,176		1,961	215
(11) 654		519	135
(12) 1,267		941	326
(13) 1,442		1,148	294
(14) 675		558	117
(15) 2,465		2,176	289

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-428
(2)			4
(3)			141
(4)			-17
(5)			10
(6)			-1,480
(7)			33
(8)			160
(9)			551
(10)			215
(11)			135
(12)			326
(13)			294
(14)			117
(15)			289

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 64-American Express Co	P	09/09/09	10/23/09
(2) 42-Arcelormittal SA	P	05/01/09	10/23/09
(3) 63-Applied Materials Inc	P	09/09/09	10/23/09
(4) 38-Autodesk Inc	P	12/29/08	10/23/09
(5) 80-Banco Santander SA ADR	P	05/28/09	10/23/09
(6) 50-Barrick Gold Corp	P	12/17/08	10/23/09
(7) 30-Barclays PLC ADR	P	05/28/09	10/23/09
(8) 33-BP PLC Spon ADR	P	08/20/09	10/23/09
(9) 15-Basf Se Spon ADR	P	02/20/09	10/23/09
(10) 70-Bhp Billiton Ltd ADR	P	12/18/08	10/23/09
(11) 13-Bio Rad Labs Class A	P	12/19/08	10/23/09
(12) 200-Boston Scientific Corp	P	12/18/08	10/23/09
(13) 50-Bristol Myers Squibb Co	P	04/09/09	10/23/09
(14) 100-Capital One Financial	P	04/01/09	10/23/09
(15) 21-Credit Suisse Group Spon ADR	P	08/18/09	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 2,228		2,158	70
(2) 1,602		1,056	546
(3) 813		861	-48
(4) 1,006		697	309
(5) 1,369		853	516
(6) 1,881		1,830	51
(7) 706		565	141
(8) 1,830		1,689	141
(9) 878		417	461
(10) 5,130		2,984	2,146
(11) 1,184		893	291
(12) 1,726		1,601	125
(13) 1,111		1,007	104
(14) 4,034		1,269	2,765
(15) 1,172		1,038	134

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			70
(2)			546
(3)			-48
(4)			309
(5)			516
(6)			51
(7)			141
(8)			141
(9)			461
(10)			2,146
(11)			291
(12)			125
(13)			104
(14)			2,765
(15)			134

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 46-Carnival Corp	P	07/09/09	10/23/09
(2) 34-Check Point Software Tech	P	12/17/08	10/23/09
(3) 40-Canon Inc ADR	P	07/29/09	10/23/09
(4) 59-Cnooc Ltd ADR	P	11/26/08	10/20/09
(5) 20-Chevron Corp	P	10/24/08	10/23/09
(6) 48-Chunghwa Telecom Co Ltd	P	06/18/09	10/23/09
(7) 13-Cephalon Inc	P	11/11/08	10/23/09
(8) 20-Changyou.com Ltd ADR	P	10/16/09	10/23/09
(9) 80-Covidien PLC Shs	P	01/14/09	10/23/09
(10) 237-Covidien PLC Shs	P	01/14/09	10/26/09
(11) 30-Colgate Palmolive	P	06/02/09	10/23/09
(12) 14-Diamond Offshore Drilling	P	03/11/09	10/23/09
(13) 1203-Discover Financial Services	P	05/18/09	10/19/09
(14) 71-Discover Financial Services	P	06/02/09	10/19/09
(15) 47-Discover Financial Services	P	06/05/09	10/19/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,469		1,163	306
(2) 1,069		670	399
(3) 1,561		1,429	132
(4) 9,322		4,586	4,736
(5) 1,529		1,239	290
(6) 848		844	4
(7) 698		952	-254
(8) 674		631	43
(9) 3,465		2,828	637
(10) 10,296		8,377	1,919
(11) 2,339		2,104	235
(12) 1,476		781	695
(13) 18,830		10,652	8,178
(14) 1,111		680	431
(15) 736		447	289

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			306
(2)			399
(3)			132
(4)			4,736
(5)			290
(6)			4
(7)			-254
(8)			43
(9)			637
(10)			1,919
(11)			235
(12)			695
(13)			8,178
(14)			431
(15)			289

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 100-Deutsche Boerse AG Shs	P	02/18/09	10/23/09
(2) 50-Ericsson Lm Tel Cl B ADR	P	06/23/09	10/23/09
(3) 172-Firstenergy Corp	P	02/06/09	10/19/09
(4) 31-Firstenergy Corp	P	06/05/09	10/19/09
(5) 28-Freeport-McMoran Copper & Gold	P	05/18/09	10/23/09
(6) 25-France Telecom ADR	P	07/23/09	10/23/09
(7) 419-Fomento Ecnmco Mex Spon ADR	P	02/26/09	10/14/09
(8) 2-Fomento Ecnmco Mex Spon ADR	P	06/05/09	10/14/09
(9) 42-Fifth Third Bancorp	P	08/10/09	10/23/09
(10) 17-First Solar Inc	P	08/13/09	10/23/09
(11) 24-Global Pmts Inc Georgia	P	01/30/09	10/23/09
(12) 76-Givaudan Sa Unsp ADR	P	06/29/09	10/23/09
(13) 62-Hsbc Holding PLC Spon ADR	P	04/21/09	10/23/09
(14) 21-Hess Corp	P	03/25/09	10/23/09
(15) 23-Itron Inc	P	04/28/09	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 892		493	399
(2) 526		472	54
(3) 8,135		9,157	-1,022
(4) 1,466		1,240	226
(5) 2,286		1,346	940
(6) 669		604	65
(7) 17,902		10,015	7,887
(8) 85		70	15
(9) 433		412	21
(10) 2,586		2,463	123
(11) 1,220		839	381
(12) 1,144		941	203
(13) 3,545		2,063	1,482
(14) 1,245		1,343	-98
(15) 1,347		1,077	270

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			399
(2)			54
(3)			-1,022
(4)			226
(5)			940
(6)			65
(7)			7,887
(8)			15
(9)			21
(10)			123
(11)			381
(12)			203
(13)			1,482
(14)			-98
(15)			270

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 22-Intuitive Surgical Inc	P	10/30/08	10/05/09
(2) 8-Intuitive Surgical Inc	P	10/30/08	10/05/09
(3) 16-Intuitive Surgical Inc	P	02/06/09	10/05/09
(4) 24-Intuitive Surgical Inc	P	02/06/09	10/06/09
(5) 43-Intuitive Surgical Inc	P	02/11/09	10/06/09
(6) 51-Intuitive Surgical Inc	P	02/11/09	10/12/09
(7) 20-Intuitive Surgical Inc	P	02/11/09	10/23/09
(8) 50-Intel Corp	P	09/09/09	10/23/09
(9) 12-Intercontinentalexchange	P	02/19/09	10/23/09
(10) 55-Invesco Ltd	P	04/01/09	10/23/09
(11) 172-Invesco Ltd	P	04/01/09	10/26/09
(12) 3-Kao Corp Spon ADR	P	06/17/09	10/23/09
(13) 100-Koninklijke Ahold Nv ADR	P	11/10/08	10/23/09
(14) 41-Kddi Corp Shs	P	06/24/09	10/23/09
(15) 45-Kohls Corp	P	02/09/09	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,588		3,699	1,889
(2) 2,033		1,345	688
(3) 4,067		1,837	2,230
(4) 6,103		2,756	3,347
(5) 10,935		4,662	6,273
(6) 12,955		5,530	7,425
(7) 5,287		2,169	3,118
(8) 989		988	1
(9) 1,255		708	547
(10) 1,221		786	435
(11) 3,887		2,459	1,428
(12) 687		657	30
(13) 1,282		1,070	212
(14) 2,132		2,138	-6
(15) 2,667		1,710	957

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col. (j), if any	
(1)			1,889
(2)			688
(3)			2,230
(4)			3,347
(5)			6,273
(6)			7,425
(7)			3,118
(8)			1
(9)			547
(10)			435
(11)			1,428
(12)			30
(13)			212
(14)			-6
(15)			957

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 13-Lockheed Martin Corp	P	06/02/09	10/19/09
(2) 50-Morgan Stanley	P	04/13/09	10/23/09
(3) 36-Metlife Inc	P	02/06/09	10/23/09
(4) 16-Mastercard Inc	P	07/09/09	10/23/09
(5) 36-McDonalds Corp	P	04/09/09	10/23/09
(6) 50-Nobel Biocare ADR	P	09/04/09	10/23/09
(7) 100-News Corp Class A	P	10/30/08	10/23/09
(8) 50-Northern Trust Corp	P	01/14/09	10/23/09
(9) 70-Petroleo Bras SA ADR	P	09/16/09	10/23/09
(10) 71-P G & E Corp	P	10/19/09	10/23/09
(11) 50-PNC Financial Services Group	P	04/23/09	10/23/09
(12) 100-Pepsico Inc	P	03/11/09	10/23/09
(13) 10-Potash Corp Saskatchewan	P	08/19/09	10/23/09
(14) 28-Precision Castparts	P	05/21/09	10/23/09
(15) 137-Pub Svc Enterprise Group	P	02/06/09	10/19/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 1,001		1,085	-84
(2) 1,750		1,335	415
(3) 1,334		1,096	238
(4) 3,680		2,598	1,082
(5) 2,138		2,040	98
(6) 755		731	24
(7) 1,223		1,003	220
(8) 2,663		2,307	356
(9) 3,024		2,639	385
(10) 2,964		3,050	-86
(11) 2,634		1,927	707
(12) 6,081		4,731	1,350
(13) 1,003		962	41
(14) 2,872		2,223	649
(15) 4,324		4,478	-154

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than 0-) or Losses (from col. (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-84
(2)			415
(3)			238
(4)			1,082
(5)			98
(6)			24
(7)			220
(8)			356
(9)			385
(10)			-86
(11)			707
(12)			1,350
(13)			41
(14)			649
(15)			-154

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning _____, and ending _____

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 31-Pub Svc Enterprise Group	P	06/02/09	10/19/09
(2) 25-Pub Svc Enterprise Group	P	06/05/09	10/19/09
(3) 30-Reed Elsevier PLC	P	07/10/09	10/23/09
(4) 100-Societe General Spon ADR	P	09/21/09	10/23/09
(5) 54-Sba Communications Corp	P	01/14/09	10/23/09
(6) 79-Sonicwall Inc	P	03/09/09	10/23/09
(7) 100-Sgs Sa ADR	P	08/19/09	10/23/09
(8) 55-Smith-Nphw PLC Spon ADR	P	01/16/09	10/23/09
(9) 22-Sodexo ADR	P	05/26/09	10/23/09
(10) 108-Swedbank A B ADR	P	08/24/09	10/23/09
(11) 106-Sterlite Industries	P	01/07/09	10/23/09
(12) 100-Schneider Elec SA ADR	P	09/16/09	10/23/09
(13) 626-Suez Environment Spon ADR	P	12/22/08	10/23/09
(14) 12-Seven and I Holdings Co	P	04/06/09	10/23/09
(15) 68-Southern Company	P	10/19/09	10/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 978		1,048	-70
(2) 789		824	-35
(3) 907		894	13
(4) 1,547		1,470	77
(5) 1,651		948	703
(6) 671		331	340
(7) 1,360		1,208	152
(8) 2,434		1,946	488
(9) 1,328		1,099	229
(10) 977		967	10
(11) 1,860		662	1,198
(12) 1,085		1,048	37
(13) 7,326		5,328	1,998
(14) 540		543	-3
(15) 2,223		2,247	-24

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(1)			-70
(2)			-35
(3)			13
(4)			77
(5)			703
(6)			340
(7)			152
(8)			488
(9)			229
(10)			10
(11)			1,198
(12)			37
(13)			1,998
(14)			-3
(15)			-24

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr.)
(1) 308-Total SA Spon ADR	P	02/04/09	10/01/09
(2) 2-Total SA Spon ADR	P	02/06/09	10/01/09
(3) 8-Total SA Spon ADR	P	02/06/09	10/23/09
(4) 41-Total SA Spon ADR	P	02/26/09	10/23/09
(5) 80-Tw Telecom Inc	P	05/21/09	10/23/09
(6) 40-Thermo Fisher Scientific	P	12/11/08	10/23/09
(7) 35-United Parcel Service Class B	P	12/18/08	10/23/09
(8) 67-US Bancorp	P	05/18/09	10/23/09
(9) 26-Vornado Realty Trust	P	10/19/09	10/23/09
(10) 49-Vivo Participacoes SA Spon	P	07/30/09	10/23/09
(11) 62-Vertex Pharmctls Inc	P	02/19/09	10/23/09
(12) 60-Wells Fargo & Co	P	11/07/08	10/23/09
(13) 22-Wells Fargo & Co	P	12/18/08	10/23/09
(14) 1050-Abb Ltd Spon ADR	P	02/13/08	11/16/09
(15) 80-Abb Ltd Spon ADR	P	02/13/08	11/18/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 17,743		16,209	1,534
(2) 115		109	6
(3) 508		436	72
(4) 2,602		1,984	618
(5) 1,148		902	246
(6) 1,903		1,360	543
(7) 1,943		1,853	90
(8) 1,662		1,246	416
(9) 1,588		1,634	-46
(10) 1,325		1,103	222
(11) 2,012		2,076	-64
(12) 1,757		1,687	70
(13) 967		982	-15
(14) 20,714		25,210	-4,496
(15) 1,527		1,921	-394

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			1,534
(2)			6
(3)			72
(4)			618
(5)			246
(6)			543
(7)			90
(8)			416
(9)			-46
(10)			222
(11)			-64
(12)			70
(13)			-15
(14)			-4,496
(15)			-394

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 525-Abb Ltd Spon ADR	P	06/19/08	11/18/09
(2) 375-Abb Ltd Spon ADR	P	10/30/08	11/18/09
(3) 79-Apple Inc	P	08/27/07	10/29/09
(4) 173-Apple Inc	P	06/27/08	10/29/09
(5) 435-Burlington Northern Santa Fe	P	01/15/08	11/10/09
(6) 115-Bunge Limited	P	01/15/08	11/11/09
(7) 79-Bunge Limited	P	01/15/08	11/16/09
(8) 106-Bunge Limited	P	03/13/08	11/16/09
(9) 20-Diageo PLC Spon ADR	P	10/02/08	11/13/09
(10) 91-Diageo PLC Spon ADR	P	10/09/08	11/13/09
(11) 176-Deere Co	P	11/02/07	11/10/09
(12) 200-Deere Co	P	11/07/07	11/10/09
(13) 348-Research In Motion Ltd	P	01/15/08	10/28/09
(14) 103-Research In Motion Ltd	P	01/15/08	11/19/09
(15) 25000-US Tsy 3.125% Sep 30 2013	P	10/27/09	11/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 10,018		16,067	-6,049
(2) 7,156		4,704	2,452
(3) 15,524		10,537	4,987
(4) 33,995		28,713	5,282
(5) 42,410		33,620	8,790
(6) 6,691		14,664	-7,973
(7) 4,665		10,073	-5,408
(8) 6,260		9,481	-3,221
(9) 1,355		1,354	1
(10) 6,164		5,332	832
(11) 8,505		13,447	-4,942
(12) 9,665		15,839	-6,174
(13) 21,241		31,779	-10,538
(14) 5,972		9,406	-3,434
(15) 26,231		26,098	133

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-6,049
(2)			2,452
(3)			4,987
(4)			5,282
(5)			8,790
(6)			-7,973
(7)			-5,408
(8)			-3,221
(9)			1
(10)			832
(11)			-4,942
(12)			-6,174
(13)			-10,538
(14)			-3,434
(15)			133

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

For calendar year 2009, or tax year beginning

, and ending

Name
Britton Fund

Employer Identification Number
34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse; or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr.)
(1) 279-Abb Ltd Spon ADR	P	11/20/08	11/18/09
(2) 21-Burlington Northern Santa Fe	P	06/02/09	11/10/09
(3) 5-Burlington Northern Santa Fe	P	06/05/09	11/10/09
(4) 22-Bunge Limited	P	02/06/09	11/16/09
(5) 175-Bunge Limited	P	02/06/09	11/18/09
(6) 34-Bunge Limited	P	06/02/09	11/18/09
(7) 409-Check Point Softwire Tech	P	12/17/08	11/12/09
(8) 10-Check Point Softwire Tech	P	02/06/09	11/12/09
(9) 24-Check Point Softwire Tech	P	06/05/09	11/12/09
(10) 645-Chunghwa Telecom Co Ltd	P	06/18/09	11/10/09
(11) 63-Diamond Offshore Drilling	P	03/11/09	11/10/09
(12) 148-Diamond Offshore Drilling	P	03/25/09	11/10/09
(13) 11-Deere Co	P	06/05/09	11/10/09
(14) 26-First Solar Inc	P	08/13/09	11/09/09
(15) 43-First Solar Inc	P	08/13/09	11/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,324		2,550	2,774
(2) 2,047		1,623	424
(3) 487		392	95
(4) 1,299		1,082	217
(5) 10,834		8,603	2,231
(6) 2,105		2,333	-228
(7) 13,069		8,054	5,015
(8) 320		230	90
(9) 767		566	201
(10) 11,535		11,345	190
(11) 6,330		3,515	2,815
(12) 14,870		10,374	4,496
(13) 532		522	10
(14) 3,100		3,767	-667
(15) 5,127		6,268	-1,141

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			2,774
(2)			424
(3)			95
(4)			217
(5)			2,231
(6)			-228
(7)			5,015
(8)			90
(9)			201
(10)			190
(11)			2,815
(12)			4,496
(13)			10
(14)			-667
(15)			-1,141

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning , and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 24-First Solar Inc	P	08/14/09	11/09/09
(2) 22-First Solar Inc	P	08/14/09	11/12/09
(3) 27-First Solar Inc	P	08/14/09	11/12/09
(4) 16-First Solar Inc	P	08/14/09	11/13/09
(5) 37-First Solar Inc	P	08/18/09	11/13/09
(6) 175-Invesco Ltd	P	04/01/09	11/10/09
(7) 240-Nucor Corp	P	12/18/08	11/10/09
(8) 93-Nucor Corp	P	02/06/09	11/10/09
(9) 17-Nucor Corp	P	06/05/09	11/10/09
(10) 15000-Genl Elec Cap Cor 5.87% 12	P	03/11/08	12/23/09
(11) 15000-Federal Natl Mtg Assoc	P	03/12/08	12/23/09
(12) 283-Abbott Labs	P	11/26/97	12/23/09
(13) 422-Abb Ltd Spon ADR	P	11/20/08	11/25/09
(14) 346-Abb Ltd Spon ADR	P	11/20/08	11/30/09
(15) 407-Amdocs Limited	P	11/21/08	12/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 2,861		3,394	-533
(2) 2,549		3,111	-562
(3) 3,128		3,852	-724
(4) 1,897		2,283	-386
(5) 4,386		5,030	-644
(6) 4,043		2,502	1,541
(7) 9,766		10,752	-986
(8) 3,784		4,283	-499
(9) 692		791	-99
(10) 16,050		15,562	488
(11) 16,535		15,915	620
(12) 15,290		9,335	5,955
(13) 8,089		3,857	4,232
(14) 6,290		3,163	3,127
(15) 11,200		7,072	4,128

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-533
(2)			-562
(3)			-724
(4)			-386
(5)			-644
(6)			1,541
(7)			-986
(8)			-499
(9)			-99
(10)			488
(11)			620
(12)			5,955
(13)			4,232
(14)			3,127
(15)			4,128

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 55-Apple Inc	P	03/03/06	12/23/09
(2) 150-B B & T Corp	P	02/08/08	12/23/09
(3) 751-Bank of America Corp	P	11/26/97	12/23/09
(4) 825-Bae Sys PLC Spon ADR	P	01/15/08	12/24/09
(5) 433-Bae Sys PLC Spon ADR	P	11/26/08	12/24/09
(6) 267-Brinker Intl Inc	P	01/15/08	12/07/09
(7) 79-CSX Corp	P	01/15/08	12/07/09
(8) 495-CVS Caremark Corp	P	02/01/08	11/30/09
(9) 326-CVS Caremark Corp	P	02/01/08	12/16/09
(10) 209-CVS Caremark Corp	P	02/01/08	12/17/09
(11) 242-CVS Caremark Corp	P	07/25/08	12/17/09
(12) 286-Colgate Palmolive	P	11/26/97	12/23/09
(13) 100-Du Pint E I De Nemours	P	02/08/08	12/23/09
(14) 565-Exxon Mobil Corp	P	11/26/97	12/23/09
(15) 100-Exelon Corp	P	02/08/08	12/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 11,121		3,755	7,366
(2) 3,846		5,132	-1,286
(3) 11,437		17,792	-6,355
(4) 18,363		31,541	-13,178
(5) 9,638		9,379	259
(6) 3,738		4,227	-489
(7) 3,907		3,369	538
(8) 15,355		19,793	-4,438
(9) 10,106		13,036	-2,930
(10) 6,513		8,357	-1,844
(11) 7,541		9,329	-1,788
(12) 23,864		12,405	11,459
(13) 3,292		4,655	-1,363
(14) 38,623		18,009	20,614
(15) 4,935		7,753	-2,818

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			7,366
(2)			-1,286
(3)			-6,355
(4)			-13,178
(5)			259
(6)			-489
(7)			538
(8)			-4,438
(9)			-2,930
(10)			-1,844
(11)			-1,788
(12)			11,459
(13)			-1,363
(14)			20,614
(15)			-2,818

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 240-Emerson Electric Co	P	02/08/08	12/23/09
(2) 750-Ishares Msci Japan Index	P	02/11/08	12/23/09
(3) 422-Ishares Msci United	P	02/11/08	12/23/09
(4) 120-Ishares Msci Pacific	P	02/11/08	12/23/09
(5) 110-Vanguard Emerging Markets	P	10/30/08	12/23/09
(6) 643-General Electric	P	11/26/97	12/23/09
(7) 15-Google Inc Class A	P	03/03/06	12/23/09
(8) 300-Ishares Tr Russell 2000	P	12/05/08	12/23/09
(9) 500-Ishares Msci Emu Indx Fd	P	02/11/08	12/23/09
(10) 508-Lottomatica Spa Spon ADR	P	06/24/08	11/30/09
(11) 245-Lottomatica Spa Spon ADR	P	10/31/08	11/30/09
(12) 250-Mattel Inc	P	02/08/08	12/23/09
(13) 116-McDonalds Corp	P	02/08/08	12/23/09
(14) 50-PPG Industries Inc	P	02/08/08	12/23/09
(15) 100-PPL Corp	P	02/08/08	12/23/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 10,305		12,341	-2,036
(2) 7,389		9,332	-1,943
(3) 6,440		8,661	-2,221
(4) 4,833		5,610	-777
(5) 4,491		2,802	1,689
(6) 9,908		15,727	-5,819
(7) 9,168		5,695	3,473
(8) 18,921		13,560	5,361
(9) 18,881		25,744	-6,863
(10) 10,168		14,740	-4,572
(11) 4,904		5,381	-477
(12) 5,028		5,324	-296
(13) 7,372		6,633	739
(14) 2,964		3,305	-341
(15) 3,235		4,779	-1,544

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-2,036
(2)			-1,943
(3)			-2,221
(4)			-777
(5)			1,689
(6)			-5,819
(7)			3,473
(8)			5,361
(9)			-6,863
(10)			-4,572
(11)			-477
(12)			-296
(13)			739
(14)			-341
(15)			-1,544

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 200-Procter & Gamble Co	P	05/05/04	12/23/09
(2) 300-Simon Property Group	P	05/05/04	12/23/09
(3) 78-Suez Environment Spon ADR	P	12/22/08	12/23/09
(4) 157-Unitedhealth Group Inc	P	10/13/08	11/25/09
(5) 255-Unitedhealth Group Inc	P	10/13/08	11/30/09
(6) 84-Unitedhealth Group Inc	P	10/13/08	12/08/09
(7) 159-Unitedhealth Group Inc	P	10/30/08	12/08/09
(8) 278-US Bancorp	P	02/08/08	12/23/09
(9) 250-Verizon Communications	P	01/15/08	12/23/09
(10) 331-Wal-Mart Stores Inc	P	11/26/97	12/23/09
(11) 100-Zenith National Ins	P	02/08/08	12/23/09
(12) 210-Abb Ltd Spon ADR	P	12/22/08	11/30/09
(13) 447-Abb Ltd Spon ADR	P	12/22/08	12/02/09
(14) 231-Abb Ltd Spon ADR	P	02/06/09	12/02/09
(15) 244-Abb Ltd Spon ADR	P	02/06/09	12/03/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 12,260		10,713	1,547
(2) 24,488		14,296	10,192
(3) 885		664	221
(4) 4,619		3,424	1,195
(5) 7,409		5,561	1,848
(6) 2,379		1,832	547
(7) 4,503		3,507	996
(8) 6,224		9,145	-2,921
(9) 8,303		10,595	-2,292
(10) 17,646		6,610	11,036
(11) 2,998		3,714	-716
(12) 3,818		2,850	968
(13) 8,377		6,068	2,309
(14) 4,329		3,296	1,033
(15) 4,567		3,482	1,085

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			1,547
(2)			10,192
(3)			221
(4)			1,195
(5)			1,848
(6)			547
(7)			996
(8)			-2,921
(9)			-2,292
(10)			11,036
(11)			-716
(12)			968
(13)			2,309
(14)			1,033
(15)			1,085

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 260-Abb Ltd Spon ADR	P	02/06/09	12/07/09
(2) 92-Abb Ltd Spon ADR	P	02/11/09	12/07/09
(3) 320-Abb Ltd Spon ADR	P	02/11/09	12/09/09
(4) 76-Abb Ltd Spon ADR	P	02/11/09	12/10/09
(5) 80-Abb Ltd Spon ADR	P	06/02/09	12/10/09
(6) 120-Abb Ltd Spon ADR	P	06/05/09	12/10/09
(7) 261-Amdocs Limited	P	01/30/09	12/09/09
(8) 12-Amdocs Limited	P	06/05/09	12/09/09
(9) 121-Accenture PLC Shs	P	06/04/09	12/11/09
(10) 637-Banco Santander SA ADR	P	05/28/09	12/07/09
(11) 803-Banco Santander SA ADR	P	05/28/09	12/11/09
(12) 15-Banco Santander SA ADR	P	06/05/09	12/11/09
(13) 89-Banco Santander SA ADR	P	07/17/09	12/11/09
(14) 26-Brinker Intl Inc	P	06/02/09	12/07/09
(15) 14-Brinker Intl Inc	P	06/05/09	12/07/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 4,746		3,710	1,036
(2) 1,679		1,240	439
(3) 5,723		4,312	1,411
(4) 1,354		1,024	330
(5) 1,426		1,380	46
(6) 2,138		2,021	117
(7) 7,182		4,376	2,806
(8) 330		265	65
(9) 5,180		3,655	1,525
(10) 11,263		6,794	4,469
(11) 13,100		8,564	4,536
(12) 245		164	81
(13) 1,452		1,132	320
(14) 364		464	-100
(15) 196		254	-58

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			1,036
(2)			439
(3)			1,411
(4)			330
(5)			46
(6)			117
(7)			2,806
(8)			65
(9)			1,525
(10)			4,469
(11)			4,536
(12)			81
(13)			320
(14)			-100
(15)			-58

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo, day, yr)	(d) Date sold (mo, day, yr)
(1) 867-France Telecom ADR	P	07/23/09	11/30/09
(2) 480-Ishares Barclays Governm	P	07/20/09	12/23/09
(3) 237-Lottomatica Spa Spon ADR	P	01/29/09	11/30/09
(4) 52-Lottomatica Spa Spon ADR	P	02/06/09	11/30/09
(5) 2748-National Bank Greece SA Spon	P	09/09/09	12/18/09
(6) 939-National Bank Greece SA Spon	P	10/26/09	12/18/09
(7) 85-Royce Focus Trust	P	12/24/08	12/23/09
(8) 1-Royce Focus Trust	P	03/25/09	12/23/09
(9) 7-Simon Property Group	P	03/23/09	12/23/09
(10) 2-Simon Property Group	P	06/25/09	12/23/09
(11) 2-Simon Property Group	P	09/21/09	12/23/09
(12) 181-Suez Environment Spon ADR	P	02/06/09	12/23/09
(13) 687-Suez Environment Spon ADR	P	02/11/09	12/23/09
(14) 300-Suez Environment Spon ADR	P	06/02/09	12/23/09
(15) 212-Unitedhealth Group Inc	P	02/06/09	12/08/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 22,732		20,942	1,790
(2) 50,471		50,454	17
(3) 4,744		4,394	350
(4) 1,041		991	50
(5) 13,203		18,780	-5,577
(6) 4,512		7,320	-2,808
(7) 524		333	191
(8) 6		4	2
(9) 571		238	333
(10) 163		106	57
(11) 163		133	30
(12) 2,053		1,531	522
(13) 7,793		5,716	2,077
(14) 3,403		2,736	667
(15) 6,005		6,147	-142

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			1,790
(2)			17
(3)			350
(4)			50
(5)			-5,577
(6)			-2,808
(7)			191
(8)			2
(9)			333
(10)			57
(11)			30
(12)			522
(13)			2,077
(14)			667
(15)			-142

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 19-Unitedhealth Group Inc	P	02/06/09	12/10/09
(2) 370-Unitedhealth Group Inc	P	03/11/09	12/10/09
(3) 722-Vivo Participacoes SA Spon	P	07/30/09	12/21/09
(4) 2000-US Tsy 6.125% Aug 15 2029	P	02/04/08	12/31/09
(5) 71-Bae Sys PLC Spon ADR	P	11/26/08	12/30/09
(6) 149-Bae Sys PLC Spon ADR	P	12/22/08	12/30/09
(7) 9000-US Tsy 6.125% Aug 15 2029	P	01/05/09	12/31/09
(8) 700-Chesapeake Energy	P	05/27/08	01/06/09
(9) 450-Edwards Lifesciences Corp	P	05/27/08	01/08/09
(10) 100-Medco Health Solutions	P	07/24/08	01/06/09
(11) 250-Medco Health Solutions	P	09/05/08	01/06/09
(12) 420-Terra Industries Inc	P	09/15/08	01/16/09
(13) 300-Nintendo Ltd ADR	P	12/20/07	02/10/09
(14) 100-Siemens Ag ADR	P	12/20/07	02/11/09
(15) 350-Total SA Spon ADR	P	12/20/07	02/04/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 546		551	-5
(2) 10,636		7,074	3,562
(3) 21,817		16,255	5,562
(4) 2,403		2,456	-53
(5) 1,620		1,538	82
(6) 3,401		3,004	397
(7) 10,813		12,560	-1,747
(8) 13,156		37,929	-24,773
(9) 24,451		25,571	-1,120
(10) 4,306		4,850	-544
(11) 10,764		12,185	-1,421
(12) 7,646		17,278	-9,632
(13) 10,674		20,838	-10,164
(14) 6,048		15,161	-9,113
(15) 17,819		28,112	-10,293

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-5
(2)			3,562
(3)			5,562
(4)			-53
(5)			82
(6)			397
(7)			-1,747
(8)			-24,773
(9)			-1,120
(10)			-544
(11)			-1,421
(12)			-9,632
(13)			-10,164
(14)			-9,113
(15)			-10,293

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr)
(1) 100-Arch Capital Group Ltd	P	05/27/08	02/11/09
(2) 230-Metlife Inc	P	05/27/08	02/11/09
(3) 300-Stancorp Financial Group Inc	P	05/27/08	02/11/09
(4) 490-Wyeth	P	05/27/08	02/05/09
(5) 110-United Techs Corp	P	08/15/07	02/25/09
(6) 350-Firstenergy Corp	P	05/27/08	03/19/09
(7) 170-Firstenergy Corp	P	11/25/08	03/19/09
(8) 270-Genentech Inc	P	05/27/08	03/16/09
(9) 50-Genentech Inc	P	10/13/08	03/16/09
(10) 230-Johnson and Johnson	P	05/27/08	03/09/09
(11) 490-Metlife Inc	P	05/27/08	03/10/09
(12) 260-Raytheon Co	P	05/27/08	03/11/09
(13) 300-Stancorp Financial Group Inc	P	05/27/08	03/10/09
(14) 290-Zimmer Holdings Inc	P	05/27/08	03/09/09
(15) 380-Wyeth	P	05/27/08	03/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,845		7,070	-1,225
(2) 6,268		13,672	-7,404
(3) 7,362		16,463	-9,101
(4) 20,707		21,306	-599
(5) 4,531		7,896	-3,365
(6) 13,232		27,545	-14,313
(7) 6,427		9,900	-3,473
(8) 25,110		18,712	6,398
(9) 4,650		4,043	607
(10) 10,582		15,099	-4,517
(11) 6,929		29,128	-22,199
(12) 8,590		16,502	-7,912
(13) 4,465		16,463	-11,998
(14) 9,106		20,754	-11,648
(15) 15,268		16,523	-1,255

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-1,225
(2)			-7,404
(3)			-9,101
(4)			-599
(5)			-3,365
(6)			-14,313
(7)			-3,473
(8)			6,398
(9)			607
(10)			-4,517
(11)			-22,199
(12)			-7,912
(13)			-11,998
(14)			-11,648
(15)			-1,255

Capital Gains and Losses for Tax on Investment Income

Form **990-PF**

2009

For calendar year 2009, or tax year beginning , and ending

Name

Employer Identification Number

Britton Fund

34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 10-Wyeth	P	10/23/08	03/09/09
(2) 200000-Federal Natl Mtg Assoc	P	06/20/06	04/15/09
(3) 12500-Federal Natl Mtg Assoc	P	09/21/06	04/15/09
(4) 500-Federal Natl Mtg Assoc	P	09/21/06	04/15/09
(5) 1425-Nokia Corp Spon ADR	P	10/09/07	04/17/09
(6) 925-Nokia Corp Spon ADR	P	10/15/07	04/17/09
(7) 925-Nokia Corp Spon ADR	P	10/17/07	04/17/09
(8) 115-Nokia Corp Spon ADR	P	10/19/07	04/17/09
(9) 700-B B & T Corp	P	05/27/08	04/16/09
(10) 420-Wells Fargo & Co	P	05/27/08	04/09/09
(11) 360-Wyeth	P	10/23/08	04/03/09
(12) 100000-US Tsy 4.875% May 12 2009	P	02/15/07	05/15/09
(13) 60-Chevron Corp	P	05/27/08	05/22/09
(14) 90-Chevron Corp	P	06/27/08	05/22/09
(15) 340-Endo Pharmaceutcls Holdings	P	12/15/08	05/18/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 402		320	82
(2) 200,000		198,141	1,859
(3) 12,500		12,500	
(4) 500		500	
(5) 21,033		51,329	-30,296
(6) 13,653		33,929	-20,276
(7) 13,653		33,957	-20,304
(8) 1,697		4,264	-2,567
(9) 14,266		22,351	-8,085
(10) 7,560		11,565	-4,005
(11) 15,077		11,516	3,561
(12) 100,000		100,000	
(13) 3,819		6,022	-2,203
(14) 5,728		8,935	-3,207
(15) 5,349		7,973	-2,624

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than 0-) or Losses (from col. (h))
(1)			82
(2)			1,859
(3)			
(4)			
(5)			-30,296
(6)			-20,276
(7)			-20,304
(8)			-2,567
(9)			-8,085
(10)			-4,005
(11)			3,561
(12)			
(13)			-2,203
(14)			-3,207
(15)			-2,624

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 450-Endo Pharmaceutcls Holdings	P	01/06/09	05/18/09
(2) 260-Home Depot Inc	P	06/06/08	05/13/09
(3) 660-Intuit Inc	P	05/27/08	05/01/09
(4) 170-Intuit Inc	P	11/21/08	05/01/09
(5) 490-Kroger Co	P	07/17/08	04/30/09
(6) 450-Norfolk Southern Corp	P	05/27/08	05/07/09
(7) 620-Valero Energy Corp	P	12/04/08	04/29/09
(8) 440-Wal-Mart Stores Inc	P	05/27/08	04/30/09
(9) 100000-US Tsy 4.0% Jun 15 2009	P	03/23/06	06/15/09
(10) 280-Amphenol Corp Class A	P	05/27/08	06/17/09
(11) 300-E.on Aq ADR	P	12/20/07	06/12/09
(12) 700-Roche Holding Ltd Spon ADR	P	12/20/07	06/12/09
(13) 120-Wal-Mart Stores Inc	P	05/27/08	05/28/09
(14) 700-Altria Group Inc	P	03/13/09	05/28/09
(15) 690-Burger King Holdings Inc	P	12/10/08	06/19/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 7,079		9,223	-2,144
(2) 6,284		7,246	-962
(3) 14,856		18,870	-4,014
(4) 3,827		3,810	17
(5) 10,202		14,470	-4,268
(6) 16,450		28,776	-12,326
(7) 12,443		11,106	1,337
(8) 21,833		24,946	-3,113
(9) 100,000		98,385	1,615
(10) 8,926		12,835	-3,909
(11) 10,455		20,631	-10,176
(12) 23,529		30,020	-6,491
(13) 5,808		6,803	-995
(14) 11,466		11,935	-469
(15) 11,386		14,596	-3,210

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-2,144
(2)			-962
(3)			-4,014
(4)			17
(5)			-4,268
(6)			-12,326
(7)			1,337
(8)			-3,113
(9)			1,615
(10)			-3,909
(11)			-10,176
(12)			-6,491
(13)			-995
(14)			-469
(15)			-3,210

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 410-Burger King Holdings Inc	P	05/13/09	06/19/09
(2) 430-Valero Energy Corp	P	12/04/08	06/08/09
(3) 700-A T & T Inc	P	05/27/08	07/02/09
(4) 850-Dominion Res Inc	P	06/27/08	07/23/09
(5) 400-Verizon Communications	P	05/27/08	07/02/09
(6) 310-Zimmer Holdings Inc	P	05/27/08	06/26/09
(7) 620-A T & T Inc	P	07/29/08	07/02/09
(8) 70-A T & T Inc	P	12/05/08	07/02/09
(9) 210-Genzyme Corp	P	01/12/09	07/28/09
(10) 70-Zimmer Holdings Inc	P	10/13/08	06/26/09
(11) 800-Activision Blizzard Inc	P	05/27/08	07/29/09
(12) 580-Activision Blizzard Inc	P	07/03/08	07/29/09
(13) 600-B B & T Corp	P	05/27/08	08/14/09
(14) 150-Becton Dickinson Co	P	05/27/08	08/07/09
(15) 300-Kroger Co	P	07/17/08	08/25/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 6,766		7,275	-509
(2) 7,543		7,702	-159
(3) 16,926		27,458	-10,532
(4) 28,280		39,914	-11,634
(5) 11,876		14,966	-3,090
(6) 12,819		22,185	-9,366
(7) 14,992		19,344	-4,352
(8) 1,693		1,953	-260
(9) 11,251		13,333	-2,082
(10) 2,895		4,047	-1,152
(11) 9,116		13,434	-4,318
(12) 6,609		9,212	-2,603
(13) 16,302		19,158	-2,856
(14) 9,508		12,773	-3,265
(15) 6,240		8,859	-2,619

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			-509
(2)			-159
(3)			-10,532
(4)			-11,634
(5)			-3,090
(6)			-9,366
(7)			-4,352
(8)			-260
(9)			-2,082
(10)			-1,152
(11)			-4,318
(12)			-2,603
(13)			-2,856
(14)			-3,265
(15)			-2,619

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 660-Kroger Co	P	08/06/08	08/25/09
(2) 190-Nestle SA ADR	P	08/20/08	08/25/09
(3) 240-Philip Morris Intl Inc	P	05/27/08	08/25/09
(4) 490-Philip Morris Intl Inc	P	07/17/08	08/25/09
(5) 300-Telefonica SA Spain ADR	P	12/20/07	08/07/09
(6) 300-Wal-Mart Stores Inc	P	05/27/08	08/06/09
(7) 550-Dean Foods Co	P	03/13/09	08/06/09
(8) 400-Edison Intl Calif	P	03/19/09	08/25/09
(9) 140-Freeport-McMoran Copper & Gold	P	04/30/09	08/13/09
(10) 520-NYSE Euronext	P	12/31/08	08/25/09
(11) 390-Pub Svc Enterprise Group	P	01/08/09	08/25/09
(12) 180-Questar Corp	P	07/23/09	08/25/09
(13) 540-Sysco Corp	P	09/11/08	08/06/09
(14) 1000-Texas Instruments	P	05/01/09	08/10/09
(15) 430-Telus Corp	P	09/02/08	08/25/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 13,729		19,298	-5,569
(2) 7,560		8,593	-1,033
(3) 11,215		12,458	-1,243
(4) 22,897		25,563	-2,666
(5) 22,062		28,815	-6,753
(6) 14,454		17,009	-2,555
(7) 10,049		11,901	-1,852
(8) 13,384		11,764	1,620
(9) 8,996		6,104	2,892
(10) 14,242		14,372	-130
(11) 12,480		12,206	274
(12) 6,204		6,182	22
(13) 13,014		18,874	-5,860
(14) 23,421		18,249	5,172
(15) 12,692		16,622	-3,930

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			-5,569
(2)			-1,033
(3)			-1,243
(4)			-2,666
(5)			-6,753
(6)			-2,555
(7)			-1,852
(8)			1,620
(9)			2,892
(10)			-130
(11)			274
(12)			22
(13)			-5,860
(14)			5,172
(15)			-3,930

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 130-Arch Capital Group Ltd	P	05/27/08	09/23/09
(2) 190-Arch Capital Group Ltd	P	09/18/08	09/23/09
(3) 220-CVS Caremark Corp	P	05/27/08	08/27/09
(4) 100-International Business Machines	P	05/27/08	09/10/09
(5) 250-Monsanto Co	P	04/30/09	09/21/09
(6) 160-Exxon Mobil Corp	P	12/05/08	10/27/09
(7) 220-St Jude Medical Inc	P	01/08/09	10/08/09
(8) 520-CVS Caremark Corp	P	05/27/08	11/10/09
(9) 170-W W Grainger Inc	P	10/23/08	11/19/09
(10) 100-Intl Business Machines	P	05/27/08	11/20/09
(11) 350-Zurich Finl Svcs Spon ADR	P	12/20/07	11/19/09
(12) 310-Amgen Inc	P	06/26/09	11/04/09
(13) 160-Amgen Inc	P	07/28/09	11/04/09
(14) 210-Bank New York Mellon	P	04/09/09	11/09/09
(15) 740-Bank New York Mellon	P	05/01/09	11/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 8,531		9,191	-660
(2) 12,469		14,853	-2,384
(3) 7,962		9,286	-1,324
(4) 11,609		12,621	-1,012
(5) 19,332		21,387	-2,055
(6) 11,773		11,947	-174
(7) 7,073		7,099	-26
(8) 15,199		21,949	-6,750
(9) 16,211		11,728	4,483
(10) 12,597		12,621	-24
(11) 7,581		10,210	-2,629
(12) 16,061		16,266	-205
(13) 8,289		10,061	-1,772
(14) 5,625		6,197	-572
(15) 19,822		19,549	273

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			-660
(2)			-2,384
(3)			-1,324
(4)			-1,012
(5)			-2,055
(6)			-174
(7)			-26
(8)			-6,750
(9)			4,483
(10)			-24
(11)			-2,629
(12)			-205
(13)			-1,772
(14)			-572
(15)			273

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 460-Companhia D Snmnto Bsco	P	04/29/09	11/17/09
(2) 240-Fluor Corp	P	03/11/09	11/19/09
(3) 290-Nucor Corp	P	03/10/09	10/29/09
(4) 210-St Jude Medical Inc	P	01/08/09	11/19/09
(5) 310-St Jude Medical Inc	P	03/16/09	11/19/09
(6) 790-Schering Plough Corp	P	02/05/09	11/05/09
(7) 500-A T & T Inc	P	12/05/08	12/23/09
(8) 260-Analog Devices Inc	P	05/27/08	12/11/09
(9) 240-Cenovus Energy Inc	P	07/10/08	12/18/09
(10) 650-Cisco Systems Inc	P	10/31/06	12/11/09
(11) 180-Verizon Communications	P	05/27/08	12/23/09
(12) 300-Verizon Communications	P	12/05/08	12/23/09
(13) 490-XTO Energy Inc	P	05/27/08	12/18/09
(14) 100-Cenovus Energy Inc	P	06/08/09	12/18/09
(15) 1500-Bank of America Corp	P	03/10/08	01/15/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 17,935		12,739	5,196
(2) 10,344		9,125	1,219
(3) 11,817		10,602	1,215
(4) 7,094		6,777	317
(5) 10,472		11,664	-1,192
(6) 8,295		6,574	1,721
(7) 13,726		13,950	-224
(8) 7,722		8,980	-1,258
(9) 5,630		9,664	-4,034
(10) 15,138		15,763	-625
(11) 5,863		6,735	-872
(12) 9,771		9,755	16
(13) 22,486		31,053	-8,567
(14) 2,346		2,658	-312
(15) 11,916		53,655	-41,739

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			5,196
(2)			1,219
(3)			1,215
(4)			317
(5)			-1,192
(6)			1,721
(7)			-224
(8)			-1,258
(9)			-4,034
(10)			-625
(11)			-872
(12)			16
(13)			-8,567
(14)			-312
(15)			-41,739

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 1350-Bank of America Corp	P	06/05/08	01/15/09
(2) 2000-Regal Entertainment Group	P	03/10/08	01/22/09
(3) 2450-Regal Entertainment Group	P	06/05/08	01/22/09
(4) 1250-Sysco Corp	P	10/24/08	01/08/09
(5) 1000-Wyeth	P	03/10/08	01/23/09
(6) 50-Wyeth	P	06/05/08	01/23/09
(7) 1700-General Electric Co	P	06/05/08	02/24/09
(8) 750-J P Morgan Chase & Co	P	10/24/08	02/06/09
(9) 1050-PPL Corp	P	03/10/08	02/11/09
(10) 500-Alliancebernstein Holding	P	03/10/08	02/20/09
(11) 950-Alliancebernstein Holding	P	06/05/08	02/20/09
(12) 2500-US Bancorp	P	03/10/08	03/04/09
(13) 450-US Bancorp	P	06/05/08	03/04/09
(14) 1100-Wyeth	P	06/05/08	03/12/09
(15) 1400-Allstate Corp	P	03/10/08	03/31/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 10,725		43,565	-32,840
(2) 18,730		37,950	-19,220
(3) 22,944		43,043	-20,099
(4) 29,712		29,164	548
(5) 43,502		40,470	3,032
(6) 2,175		2,233	-58
(7) 14,383		52,972	-38,589
(8) 19,932		26,670	-6,738
(9) 32,067		47,712	-15,645
(10) 5,980		27,646	-21,666
(11) 11,362		59,664	-48,302
(12) 26,750		77,425	-50,675
(13) 4,815		15,084	-10,269
(14) 45,617		49,130	-3,513
(15) 25,875		66,732	-40,857

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-32,840
(2)			-19,220
(3)			-20,099
(4)			548
(5)			3,032
(6)			-58
(7)			-38,589
(8)			-6,738
(9)			-15,645
(10)			-21,666
(11)			-48,302
(12)			-50,675
(13)			-10,269
(14)			-3,513
(15)			-40,857

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 1200-B B & T Corp	P	03/10/08	04/16/09
(2) 1000-Wells Fargo & Co	P	03/10/08	04/09/09
(3) 1700-Wells Fargo & Co	P	06/05/08	04/09/09
(4) 1200-Wells Fargo & Co	P	10/24/08	04/09/09
(5) 1050-Wyeth	P	06/05/08	04/03/09
(6) 550-Wyeth	P	10/24/08	04/03/09
(7) 800-McCormick Non Vtg	P	03/10/08	05/06/09
(8) 1000-Cooper Industries Ltd Class A	P	06/05/08	05/21/09
(9) 850-McCormick Non Vtg	P	06/05/08	05/06/09
(10) 350-McCormick Non Vtg	P	10/24/08	05/06/09
(11) 950-B B & T Corp	P	03/10/08	06/02/09
(12) 650-Philip Morris Intl Inc	P	03/10/08	05/29/09
(13) 900-Verizon Communications	P	03/10/08	06/18/09
(14) 100-B B & T Corp	P	06/05/08	06/02/09
(15) 1100-Valero Energy Corp	P	12/04/08	06/03/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 24,534		36,415	-11,881
(2) 18,250		28,290	-10,040
(3) 31,025		46,642	-15,617
(4) 21,900		37,505	-15,605
(5) 44,310		46,897	-2,587
(6) 23,210		18,079	5,131
(7) 23,725		28,354	-4,629
(8) 31,880		45,949	-14,069
(9) 25,208		32,521	-7,313
(10) 10,380		11,193	-813
(11) 20,177		28,828	-8,651
(12) 26,916		33,993	-7,077
(13) 26,721		31,096	-4,375
(14) 2,124		3,010	-886
(15) 19,745		18,677	1,068

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			-11,881
(2)			-10,040
(3)			-15,617
(4)			-15,605
(5)			-2,587
(6)			5,131
(7)			-4,629
(8)			-14,069
(9)			-7,313
(10)			-813
(11)			-8,651
(12)			-7,077
(13)			-4,375
(14)			-886
(15)			1,068

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning		and ending

Name **Britton Fund** Employer Identification Number **34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 1000-HCP Inc	P	03/10/08	07/01/09
(2) 1450-HCP Inc	P	06/05/08	07/01/09
(3) 2100-Nokia Corp Spon ADR	P	06/05/08	07/17/09
(4) 900-HCP Inc	P	10/24/08	07/01/09
(5) 700-Medtronic Inc	P	10/24/08	07/23/09
(6) 1500-Altria Group Inc	P	03/10/08	08/24/09
(7) 450-Diageo Plc Spon ADR	P	03/10/08	08/25/09
(8) 890-McDonalds Corp	P	09/14/06	07/29/09
(9) 60-McDonalds Corp	P	03/10/08	07/29/09
(10) 850-Merck & Co Inc	P	06/05/08	08/24/09
(11) 1400-Nokia Corp Spon ADR	P	06/05/08	08/07/09
(12) 450-Philip Morris Intl Inc	P	03/10/08	08/25/09
(13) 900-Verizon Communications	P	03/10/08	08/11/09
(14) 1000-McCormick Non Vtg	P	10/24/08	08/12/09
(15) 400-Medtronic Inc	P	10/24/08	08/12/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 21,323		27,886	-6,563
(2) 30,918		50,661	-19,743
(3) 27,327		56,211	-28,884
(4) 19,191		25,117	-5,926
(5) 23,646		26,642	-2,996
(6) 27,105		34,426	-7,321
(7) 28,148		36,404	-8,256
(8) 49,930		33,598	16,332
(9) 3,366		3,250	116
(10) 27,259		32,980	-5,721
(11) 18,312		37,474	-19,162
(12) 20,971		23,534	-2,563
(13) 27,187		31,096	-3,909
(14) 31,560		31,980	-420
(15) 14,644		15,224	-580

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-6,563
(2)			-19,743
(3)			-28,884
(4)			-5,926
(5)			-2,996
(6)			-7,321
(7)			-8,256
(8)			16,332
(9)			116
(10)			-5,721
(11)			-19,162
(12)			-2,563
(13)			-3,909
(14)			-420
(15)			-580

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 400-Medtronic Inc	P	11/05/08	08/12/09
(2) 350-Medtronic Inc	P	03/12/09	08/12/09
(3) 900-Nokia Corp Spon ADR	P	10/24/08	08/07/09
(4) 1800-Xilinx Inc	P	10/24/08	08/11/09
(5) 450-Xilinx Inc	P	01/08/09	08/11/09
(6) 600-Conocophillips	P	03/10/08	10/15/09
(7) 5450-Frontier Communications	P	03/10/08	10/15/09
(8) 1950-Bank New York Mellon	P	04/09/09	10/07/09
(9) 800-FPL Group Inc	P	03/10/08	10/30/09
(10) 100-FPL Group Inc	P	06/05/08	10/30/09
(11) 800-Nucor Corp	P	03/12/09	10/29/09
(12) 550-Nucor Corp	P	04/30/09	10/29/09
(13) 4500-Redwood Trust Inc	P	07/01/09	11/17/09
(14) 2000-Mattel Inc	P	03/10/08	12/09/09
(15) 900-Mattel Inc	P	06/05/08	12/09/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 14,644		16,090	-1,446
(2) 12,814		9,302	3,512
(3) 11,772		14,016	-2,244
(4) 37,974		32,647	5,327
(5) 9,493		7,645	1,848
(6) 30,674		46,930	-16,256
(7) 39,801		57,333	-17,532
(8) 54,834		56,865	-2,031
(9) 39,472		47,976	-8,504
(10) 4,934		6,636	-1,702
(11) 32,328		29,634	2,694
(12) 22,225		22,587	-362
(13) 62,029		68,486	-6,457
(14) 38,500		38,840	-340
(15) 17,325		18,333	-1,008

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-1,446
(2)			3,512
(3)			-2,244
(4)			5,327
(5)			1,848
(6)			-16,256
(7)			-17,532
(8)			-2,031
(9)			-8,504
(10)			-1,702
(11)			2,694
(12)			-362
(13)			-6,457
(14)			-340
(15)			-1,008

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning		, and ending

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 1500-Morgan Stanley	P	02/11/09	12/23/09
(2) 100-Morgan Stanley	P	02/20/09	12/23/09
(3) 12000-Ford Motor Credit 5.8% 2009	P	11/03/08	01/12/09
(4) 6-Call Vlb Feb 0017 1/2	P	01/14/09	01/23/09
(5) 280-Capital One Financial	P	04/29/08	01/27/09
(6) 160-Ishares S&P Global Info	P	03/05/08	01/14/09
(7) 270-Terra Industries Inc	P	02/26/08	01/16/09
(8) 130-Terra Industries Inc	P	10/22/08	01/16/09
(9) 70-Chesapeake Energy Okla	P	03/07/08	02/24/09
(10) 120-Chesapeake Energy Okla	P	05/21/08	02/24/09
(11) 180-Chesapeake Energy Okla	P	06/03/08	02/24/09
(12) 160-Hanesbrands Inc	P	03/05/08	02/18/09
(13) 290-Spectra Energy Corp	P	02/26/08	02/18/09
(14) 190-Terra Industries Inc	P	10/22/08	02/06/09
(15) 310-Amphenol Corp Class A	P	02/26/08	03/03/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 43,654		34,319	9,335
(2) 2,910		1,990	920
(3) 12,000		11,340	660
(4) 4,300		3,060	1,240
(5) 4,777		15,279	-10,502
(6) 5,518		9,130	-3,612
(7) 4,911		14,193	-9,282
(8) 2,365		2,297	68
(9) 1,057		3,190	-2,133
(10) 1,812		6,917	-5,105
(11) 2,717		10,262	-7,545
(12) 1,051		4,597	-3,546
(13) 3,733		7,204	-3,471
(14) 4,409		3,357	1,052
(15) 7,181		12,187	-5,006

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			9,335
(2)			920
(3)			660
(4)			1,240
(5)			-10,502
(6)			-3,612
(7)			-9,282
(8)			68
(9)			-2,133
(10)			-5,105
(11)			-7,545
(12)			-3,546
(13)			-3,471
(14)			1,052
(15)			-5,006

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning		and ending

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) 250-Alliance Resrc Partners LP	P	02/26/08	03/03/09
(2) 240-Davita Inc	P	08/27/08	03/03/09
(3) 420-Forest Labs Inc	P	10/23/08	03/03/09
(4) 100-Ishares Iboxx \$	P	11/12/08	03/23/09
(5) 370-Ishares Tr Dow Jones US	P	03/26/08	03/03/09
(6) 80-Proshares Ultrashort Leh	P	09/22/08	03/23/09
(7) 110-Genentech Inc	P	01/23/09	03/03/09
(8) 340-Pactiv Corp	P	09/04/08	03/03/09
(9) 390-Proshares Ultra S & P 500	P	03/11/09	04/02/09
(10) 150-Proshares Ultra S & P 500	P	03/11/09	04/14/09
(11) 180-Ishares Tr S and P Natl	P	09/22/08	05/08/09
(12) 100-McKesson Corp	P	03/03/09	05/19/09
(13) 270-Supervalu Inc	P	03/03/09	05/19/09
(14) 360-Whole Foods Mkt Inc	P	03/03/09	05/18/09
(15) 100-Ishares S&P Global Info	P	03/05/08	06/02/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,952		9,303	-3,351
(2) 10,868		14,114	-3,246
(3) 8,156		9,907	-1,751
(4) 9,292		9,151	141
(5) 4,838		14,249	-9,411
(6) 4,049		5,498	-1,449
(7) 8,941		9,257	-316
(8) 4,043		9,605	-5,562
(9) 8,390		6,631	1,759
(10) 3,225		2,550	675
(11) 18,130		17,860	270
(12) 3,817		4,041	-224
(13) 4,220		4,177	43
(14) 7,272		4,273	2,999
(15) 4,424		5,706	-1,282

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than 0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			-3,351
(2)			-3,246
(3)			-1,751
(4)			141
(5)			-9,411
(6)			-1,449
(7)			-316
(8)			-5,562
(9)			1,759
(10)			675
(11)			270
(12)			-224
(13)			43
(14)			2,999
(15)			-1,282

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co.	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 12000-Steel Dynamics 7.37% 2012	P	12/04/08	06/16/09
(2) 210-Dean Foods Co	P	03/03/09	06/19/09
(3) 110-Ishares S&P Global Info	P	08/21/08	06/02/09
(4) 550-Powershares Etf Dynamic	P	09/03/08	06/02/09
(5) 180-Ishares Tr Dow Jones US	P	07/14/08	06/02/09
(6) 150-Ishares Tr Dow Jones US	P	07/25/08	06/02/09
(7) 110-Proshares Ultra S & P 500	P	03/11/09	06/24/09
(8) 700-Proshares Ultra S & P 500	P	03/23/09	06/24/09
(9) 50-Proshares Ultrashort Leh	P	09/22/08	05/27/09
(10) 70-Proshares Ultrashort Leh	P	11/12/08	05/27/09
(11) 160-Gamestop Corp	P	03/03/09	06/02/09
(12) 300-Tesoro Corp	P	03/03/09	06/19/09
(13) 10000-Altria Group Inc 9.70% 18	P	12/04/08	07/21/09
(14) 12-Put UPY Jan 0010	P	05/28/09	07/02/09
(15) 270-Ishares Tr S&P Gssi	P	01/14/09	08/07/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 11,407		8,820	2,587
(2) 3,776		4,288	-512
(3) 4,866		6,408	-1,542
(4) 7,221		10,927	-3,706
(5) 7,759		10,317	-2,558
(6) 6,466		9,038	-2,572
(7) 2,752		1,870	882
(8) 17,513		14,580	2,933
(9) 2,867		3,437	-570
(10) 4,014		4,643	-629
(11) 3,754		4,249	-495
(12) 4,038		4,116	-78
(13) 11,713		10,303	1,410
(14) 1,287		3,112	-1,825
(15) 11,095		7,423	3,672

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(1)			2,587
(2)			-512
(3)			-1,542
(4)			-3,706
(5)			-2,558
(6)			-2,572
(7)			882
(8)			2,933
(9)			-570
(10)			-629
(11)			-495
(12)			-78
(13)			1,410
(14)			-1,825
(15)			3,672

Form 990-PF	Capital Gains and Losses for Tax on Investment Income	2009
For calendar year 2009, or tax year beginning _____, and ending _____		

Name Britton Fund	Employer Identification Number 34-6513616
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(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 230-Proshares Ultra QQQ	P	04/29/09	08/06/09
(2) 80-Proshares Ultra QQQ	P	06/02/09	08/06/09
(3) 150-Proshares Ultra QQQ	P	06/02/09	08/18/09
(4) 170-Proshares Ultra QQQ	P	07/24/09	08/18/09
(5) 490-United Sts Nat Gas Fd LP	P	06/19/09	08/17/09
(6) 380-Broadridge Financial	P	03/05/08	09/01/09
(7) 240-Kraft Foods Inc Class A	P	02/26/08	09/01/09
(8) 400-Verigy Ltd	P	02/26/08	09/01/09
(9) 180-Wabco Holdings Inc	P	03/05/08	09/01/09
(10) 100-Ishares S&P 500 Index	P	06/24/09	09/17/09
(11) 40-Ishares S&P 500 Index	P	07/21/09	09/17/09
(12) 110-Ishares S&P 500 Index	P	07/24/09	09/17/09
(13) 297-Fidelity Natl Info Services *	P	10/06/09	10/06/09
(14) 240-Teradata Corp	P	02/26/08	10/13/09
(15) 130-Tyco Intl Ltd	P	03/05/08	10/13/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 10,051		7,902	2,149
(2) 3,496		3,141	355
(3) 6,414		5,890	524
(4) 7,270		7,697	-427
(5) 5,812		6,969	-1,157
(6) 7,684		7,604	80
(7) 6,566		7,803	-1,237
(8) 4,056		8,032	-3,976
(9) 3,226		7,763	-4,537
(10) 10,664		9,207	1,457
(11) 4,266		3,895	371
(12) 11,731		10,910	821
(13) 7,060		7,060	
(14) 6,518		6,345	173
(15) 4,446		5,531	-1,085

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col. (h) gain minus col. (k), but not less than 0-) or Losses (from col. (h))
(i) F M V as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	
(1)			2,149
(2)			355
(3)			524
(4)			-427
(5)			-1,157
(6)			80
(7)			-1,237
(8)			-3,976
(9)			-4,537
(10)			1,457
(11)			371
(12)			821
(13)			
(14)			173
(15)			-1,085

Capital Gains and Losses for Tax on Investment Income

Form **990-PF****2009**

For calendar year 2009, or tax year beginning

, and ending

Name

Employer Identification Number

Britton Fund**34-6513616**

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr.)	(d) Date sold (mo., day, yr.)
(1) 70-CF Industries Holdings Inc	P	03/03/09	10/05/09
(2) 150-Freeport- McMoran Copper & Gold	P	03/03/09	10/13/09
(3) 120-Freeport- McMoran Copper & Gold	P	03/11/09	10/23/09
(4) 150-Newfield Expl Co	P	08/17/09	10/19/09
(5) 430-Superior Energy Svcs Inc	P	05/18/09	10/19/09
(6) 180-Fedex Corp	P	05/19/09	11/12/09
(7) 450-Proshares Ultra S & P 500	P	09/17/09	11/12/09
(8) 10-Newfield Expl Co	P	08/17/09	11/06/09
(9) 50-Newfield Expl Co	P	09/24/09	11/06/09
(10) 580-Redwood Trust Inc	P	04/14/09	11/06/09
(11) 320-Proshares Ultra S & P 500	P	09/17/09	12/22/09
(12) 70-Northern Trust Corp	P	03/03/09	12/09/09
(13) 90-Northern Trust Corp	P	03/11/09	12/09/09
(14) Alliancebernstein Holding LP	P	12/01/09	12/31/09
(15) Alliancebernstein Holding LP	P	12/01/08	12/31/09

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 5,744		4,314	1,430
(2) 11,096		4,272	6,824
(3) 9,794		4,349	5,445
(4) 7,195		5,751	1,444
(5) 10,724		9,606	1,118
(6) 14,450		10,052	4,398
(7) 16,133		16,078	55
(8) 415		383	32
(9) 2,076		2,094	-18
(10) 7,559		9,508	-1,949
(11) 12,058		11,434	624
(12) 3,258		3,960	-702
(13) 4,189		4,931	-742
(14)		15	-15
(15)		1	-1

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69

(i) F.M.V. as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col. (i) over col. (j), if any	(l) Gains (Col. (h) gain minus col. (k), but not less than -0-) or Losses (from col. (h))
(1)			1,430
(2)			6,824
(3)			5,445
(4)			1,444
(5)			1,118
(6)			4,398
(7)			55
(8)			32
(9)			-18
(10)			-1,949
(11)			624
(12)			-702
(13)			-742
(14)			-15
(15)			-1

Capital Gains and Losses for Tax on Investment Income

Form **990-PF** **2009**

For calendar year 2009, or tax year beginning _____, and ending _____

Name **Britton Fund** Employer Identification Number
34-6513616

(a) List and describe the kind(s) of property sold, e.g., real estate, 2-story brick warehouse, or common stock, 200 shs MLC Co	(b) How acquired P-Purchase D-Donation	(c) Date acquired (mo., day, yr)	(d) Date sold (mo., day, yr)
(1) Capital gains distribution			
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

(e) Gross sales price	(f) Depreciation allowed (or allowable)	(g) Cost or other basis plus expense of sale	(h) Gain or (loss) (e) plus (f) minus (g)
(1) 39,050			39,050
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Complete only for assets showing gain in column (h) and owned by the foundation on 12/31/69			(l) Gains (Col (h) gain minus col (k), but not less than -0-) or Losses (from col (h))
(i) FMV as of 12/31/69	(j) Adjusted basis as of 12/31/69	(k) Excess of col (i) over col (j), if any	
(1)			39,050
(2)			
(3)			
(4)			
(5)			
(6)			
(7)			
(8)			
(9)			
(10)			
(11)			
(12)			
(13)			
(14)			
(15)			

Federal Statements

Statement 1 - Form 990-PF, Part I, Line 11 - Other Income

Description	Revenue per Books	Net Investment Income	Adjusted Net Income
Alliancebernstein Holding LP	\$ -630	\$	\$
Alliance Resource Partners LP	19		
US Natural Gas Fund LP	-8		
US Natural Gas Fund LP	-712		
Total	\$ -1,331	\$ 0	\$ 0

Statement 2 - Form 990-PF, Part I, Line 16b - Accounting Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Advisory Services Inc.	\$ 65,820	\$ 52,656	\$	\$ 13,164
Total	\$ 65,820	\$ 52,656	\$ 0	\$ 13,164

Statement 3 - Form 990-PF, Part I, Line 16c - Other Professional Fees

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Ferguson Wellman Capital Mgmt	\$ 39,535	\$ 31,628	\$	\$ 7,907
Merrill Lynch	65,916	52,733		13,183
Total	\$ 105,451	\$ 84,361	\$ 0	\$ 21,090

Federal Statements

Statement 4 - Form 990-PF, Part I, Line 18 - Taxes

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Excise tax - 2008	\$ -36,389		\$	
Excise tax - 2009	14,130			
Foreign tax	10,400			
Total	\$ -11,859	\$ 0	\$ 0	\$ 0

Statement 5 - Form 990-PF, Part I, Line 23 - Other Expenses

Description	Total	Net Investment	Adjusted Net	Charitable Purpose
Expenses				
State Filing Fee	200	160		40
Broker Fees	450	360		90
Fiduciary Liability Insurance	1,565	1,252		313
Alliancebernstein Holding LP	1	1		
Alliance Resource Partners LP	1	1		
Total	\$ 2,217	\$ 1,774	\$ 0	\$ 443

Federal Statements

Statement 6 - Form 990-PF, Part II, Line 10a - US and State Government Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
	\$ 4,000,919	\$ 3,048,706	Cost	\$ 3,158,470
Total	<u>\$ 4,000,919</u>	<u>\$ 3,048,706</u>		<u>\$ 3,158,470</u>

Statement 7 - Form 990-PF, Part II, Line 10b - Corporate Stock Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
	\$ 13,145,398	\$ 11,866,367	Cost	\$ 12,802,865
Total	<u>\$ 13,145,398</u>	<u>\$ 11,866,367</u>		<u>\$ 12,802,865</u>

Statement 8 - Form 990-PF, Part II, Line 10c - Corporate Bond Investments

<u>Description</u>	<u>Beginning of Year</u>	<u>End of Year</u>	<u>Basis of Valuation</u>	<u>Fair Market Value</u>
	\$ 40,325	\$ 205,314	Cost	\$ 210,096
Total	<u>\$ 40,325</u>	<u>\$ 205,314</u>		<u>\$ 210,096</u>

Statement 9 - Form 990-PF, Part III, Line 5 - Other Decreases

<u>Description</u>	<u>Amount</u>
K-1 Income/deductions not on books	\$ 75,816
Adjustment to basis	15,812
Total	<u>\$ 91,628</u>

Federal Statements

Statement 10 - Form 990-PF, Part VIII, Line 1 - List of Officers, Directors, Trustees,
Etc.

Name and Address	Title	Average Hours	Compensation	Benefits	Expenses
Lynda R Britton	Trustee&Pres	0.00	0	0	0
Terence B Britton	Trustee & VP	0.00	0	0	0
Timothy C Britton	Trustee & VP	0.00	0	0	0
Nick Valentino	Treasurer	0.00	0	0	0
Jennifer Tome	Secretary	0.00	0	0	0

Federal Statements

Statement 11 - Form 990-PF, Part XV, Line 2b - Application Format and Required Contents

Description

Letter form - Include outline use of funds, statement of operations and copy of IRS exemption

Statement 12 - Form 990-PF, Part XV, Line 2c - Submission Deadlines

Description

No submission deadline. Requests received after the submission deadline for a meeting are held for inclusion in the next meeting.

Statement 13 - Form 990-PF, Part XV, Line 2d - Award Restrictions or Limitations

Description

Preference to Greater Cleveland (Cuyahoga, Geauga And Lake Counties) Ohio Organizations. Most grants for the arts, medical, educational and community purposes. No grants are made to individuals.

BRITTON FUND
FORM 990PF - ID #34-6513616
CONTRIBUTIONS PAID - 2009
PART XV

COMMUNITY SERVICE

Blue Hill Library	General Operating Support	2,000
Boys Hope Girls Hope	Memory of Anne Bernet O'Donnell	5,000
Cleveland State University Art Gallery	Exhibition Programs	10,000
Fieldstone Farm	Operating Support	10,000
Hiram House	Campership Fund	10,000
Historic Beaufort Foundation	Roof at John Mark Verdier House	10,000
Hunger Network of Greater Cleveland	General Operating Support	25,000
Kneisel Hall Chamber Music Festival	General Operating Support	5,000
Marine Environmental Research Institute	General Operating Support	80,000
Mark Skinner Library	General Operating Support	2,000
Museum of Contemporary Art	General Operating Support	50,000
	African American Art exhibition	100,000
Public Library Foundation of Beaufort County	Maintain historical documents	5,000
Salvation Army	General Operating Support	5,000
Vocational Guidance Services	General Operating Support	3,000
		<hr/>
Total Community Service		322,000
		<hr/> <hr/>

MEDICAL

Cleveland Hearing & Speech Center	Operating Support	5,000
Free Medical Clinic of Greater Cleveland	General Operating Support	5,000
Institute of Pathology	Pledge Payment	335,000
Mountain Valley Medical Clinic Annual Fund	General Operating Support	5,000
		<hr/>
Total Medical		350,000
		<hr/> <hr/>

EDUCATIONAL

Cleveland Music School Settlement	Operating Support	8,500
Colorado College	Pledge Payment	50,000
Little School on the Green	Early childhood education	5,000
Ohio Foundation of Independent Colleges	Scholarship Support	5,000
Supporters of Summit	Capital Campaign	10,000
	Operating Support	10,000
		<hr/>
Total Educational		88,500
		<hr/> <hr/>

Grand Total Contributions

760,500

BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

MERRILL LYNCH UNIFIED MANAGED ACCOUNT

December 01, 2009 - December 31, 2009

YOUR INVESTMENT STRATEGY - 5 MGR UDPS AGGRESSIVE

EATON VANCE LCV. 28.50% RATE: 0.280%

EARNEST S/MCC 6.00% RATE: 0.300%

LORD ABBETT TAXABLE TOP DOWN 16.00% RATE: 0.220%

JANUS LCG. 28.50% RATE: 0.280%

NEUBERGER BERMAN INTERNATIONAL 21.00% RATE: 0.300%

Rate shown above is the Style Manager Expense Rate. The "Style Manager Expense Rate" section in the UMA disclosure statement provides you with the expense rate payable to all of the available style managers, and the "Your Account Fees" section in the UMA client agreement provides additional information, including the Merrill Lynch Fee Rate. If a style manager(s) in your portfolio has changed, please note that the expense rate for the new style manager may be different. * Please see the Fund's prospectus or other disclosure statement for a description of its fees and expenses*. The percentage allocations next to the name of the above Style Manager(s) and/or Fund(s) are based, as applicable, on target allocations or allocations as of a particular date for the Portfolio or Strategy selected. Allocations for any particular account may differ from the allocations indicated above. For additional information, see the UMA client agreement, disclosure statement and profiles.

We encourage you to contact your Financial Advisor whenever there are changes in your financial circumstances or investment objectives, or if you wish to impose or modify any reasonable restrictions in the management of your account. If you would like to receive a copy of the UMA disclosure statement or a copy of the disclosure statement(s) for your style manager(s), without charge, please send a written request to: Merrill Lynch, Managed Account Advisors, 101 Hudson Street, Jersey City, NJ 07302-3997.

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

Money Account Description	Opening Balance	Deposit Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	259,318	270,229		.40	90.66	409,122
Bank of America RI, N.A.	246,082	246,002		.40	82.54	246,021
TOTAL ML Bank Deposit Program	505,400				173.20	655,143

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	946.24	946.24		946.24		
ML BANK DEPOSIT PROGRAM	655,143.00	655,143.00	1.0000	655,143.00	2,621	.40
TOTAL		656,089.24		656,089.24	2,621	.40

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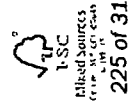


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Merrill Lynch
PIERCE, FENNER & SMITH
INCORPORATED
225 OF 318



Account Number: 617-04A53

BRITTON FUND

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

GOVERNMENT AND AGENCY SECURITIES ¹ Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Current Annual Income	Yield%
Δ FEDERAL HOME LN MTG CORP GLOBAL NOTES 04 500% JUL 15 2013 CUSIP 31344A1Z7	09/02/08	24,000	24,384.87	107.9380	25,905.12	1,520.25	498.00	1,080	4.16
ORIGINAL UNIT/TOTAL COST: 102 1488,24,515 72									
Δ FEDERAL HOME LN MTG CORP ORIGINAL UNIT/TOTAL COST: 108 5400,2,170 80	12/24/09	2,000	2,170.42	107.9380	2,158.76	(11.66)	41.50	90	4.16
Subtotal		26,000	26,555.29		28,063.88	1,508.59	539.50	1,170	4.16
Δ U S TREASURY NOTE 3.125% SEP 30 2013 CUSIP 912628JM3	10/27/09	47,000	48,991.81	103.9300	48,847.10	(144.71)	371.22	1,469	3.00
ORIGINAL UNIT/TOTAL COST: 104 4300,49,082 12									
Δ U S TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 104 187,37 698 75	11/02/09	36,000	37,631.64	103.9300	37,414.80	(216.84)	284.34	1,125	3.00
Δ U S TREASURY NOTE ORIGINAL UNIT/TOTAL COST: 104 5312,5,226 56	12/24/09	5,000	5,226.08	103.9300	5,196.50	(29.58)	39.49	157	3.00
Subtotal		88,000	91,849.53		91,458.40	(391.13)	695.05	2,751	3.00
Δ FEDERAL NATL MTG ASSOC NOTES 05 000% MAR 15 2016 CUSIP 31359MH89	04/01/08	49,000	51,502.82	108.6880	53,257.12	1,754.30	721.39	2,450	4.60
ORIGINAL UNIT/TOTAL COST: 106 3323,52,102 83									
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 102 8460,32,910 75	08/01/08	32,000	32,764.33	108.6880	34,780.16	2,015.83	471.11	1,600	4.60
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 107 5792,36 576 93	09/15/08	34,000	36,183.03	108.6880	36,953.92	770.89	500.56	1,700	4.60
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 109 8720,6 592 32	02/03/09	6,000	6,524.63	108.6880	6,521.28	(3.35)	88.33	300	4.60
Δ FEDERAL NATL MTG ASSOC ORIGINAL UNIT/TOTAL COST: 109 9110,19,783 98	09/23/09	18,000	19,716.44	108.6880	19,563.84	(152.60)	265.00	900	4.60





TOTAL MERRILL*

Account Number: 617-04A53

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
FHLMC J1 0722 05%2024	10/29/09	7,061	7,355.73	104.6373	7,293.41	(62.32)	29.02	349	4.77
AMORTIZED FACTOR 0.987138560 AMORTIZED VALUE 6.970									
CUSIP: 3128HPY1									
Δ U.S. TREASURY BOND	02/04/08	2,000	2,456.46	120.0630	2,401.26	(55.20)	45.94	123	5.10
6.125% AUG 15 2029 06.125% AUG 15 2029									
CUSIP: 912810FJ2									
ORIGINAL UNIT/TOTAL COST 124.1720/2,483.44									
Δ U.S. TREASURY BOND	01/05/09	23,000	32,101.56	120.0630	27,614.49	(4,487.07)	528.28	1,409	5.10
ORIGINAL UNIT/TOTAL COST 140.9570/32,420.12									
Δ U.S. TREASURY BOND	04/01/09	21,000	28,686.40	120.0630	25,213.23	(3,473.17)	482.34	1,287	5.10
ORIGINAL UNIT/TOTAL COST 137.5625/28,888.13									
Δ U.S. TREASURY BOND	10/27/09	1,000	1,249.47	120.0630	1,200.63	(48.84)	22.97	62	5.10
ORIGINAL UNIT/TOTAL COST 125.0900/1,250.90									
Δ U.S. TREASURY BOND	11/30/09	17,000	21,778.71	120.0630	20,410.71	(1,368.00)	390.47	1,042	5.10
ORIGINAL UNIT/TOTAL COST 128.1875/21,791.86									
Δ U.S. TREASURY BOND	12/24/09	7,000	8,410.57	120.0630	8,404.41	(6.16)	160.78	429	5.10
ORIGINAL UNIT/TOTAL COST 120.1562/8,410.94									
Subtotal		71,000	94,683.17		85,244.73	(9,438.44)	1,630.78	4,352	5.10
Δ FED NAT'L MORTGAGE ASSOC	09/09/09	9,000	11,797.40	127.8750	11,508.75	(288.65)	83.37	653	5.66
NOTES 07 250% MAY 15 2030									
CUSIP 31359MFF3									
ORIGINAL UNIT TOTAL COST 131.3590/11,822.31									
Δ FED NAT'L MORTGAGE ASSOC	10/27/09	1,000	1,338.61	127.8750	1,278.75	(59.86)	9.26	73	5.66
ORIGINAL UNIT/TOTAL COST 134.0350/1,340.38									
Subtotal		10,000	13,136.01		12,787.50	(348.51)	92.63	726	5.66
Δ U.S. TREASURY BOND	01/17/08	15,000	15,571.67	98.5000	14,775.00	(796.67)	253.13	675	4.56
4.500% FEB 15 2036 CUSIP 912810F10									
ORIGINAL UNIT/TOTAL COST 103.9610/15,591.15									

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Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

BRITTON FUND

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Income	Current Yield%
GOVERNMENT AND AGENCY SECURITIES¹ (continued)									
Δ U.S. TREASURY BOND	12/01/08	44,000	52,100.55	98.5000	43,340.00	(8,760.55)	742.50	1,980	4.56
ORIGINAL UNIT/TOTAL COST: 118,8754/52,305.18									
U.S. TREASURY BOND	12/24/09	4,000	3,935.00	98.5000	3,940.00	5.00	67.50	180	4.56
Subtotal		63,000	71,607.22		62,055.00	(9,552.22)	1,063.13	2,835	4.56
FHLMC GO 2682 07%2037	01/17/08	6,804	3,370.30	109.0971	3,501.81	131.51	18.71	225	6.41
AMORTIZED FACTOR 0.471754110 AMORTIZED VALUE 3,209									
CUSIP: 3128M4J38									
FNMA P940371 05 50%2037	01/17/08	523,000	392,188.93	104.7916	404,969.78	12,780.85	1,772.97	21,255	5.24
AMORTIZED FACTOR 0.738914970 AMORTIZED VALUE 386,452									
CUSIP: 31413BFLO									
FHLMC A7 2480 05%2038	01/17/08	107,049	96,472.67	102.6558	99,283.00	2,810.33	402.50	4,836	4.87
AMORTIZED FACTOR 0.903459710 AMORTIZED VALUE 96,714									
CUSIP: 3128L5X19									
FHLMC A7 2515 05%2038	10/29/09	15,980	9,045.91	102.6614	8,975.32	(70.59)	36.43	438	4.87
AMORTIZED FACTOR 0.547099570 AMORTIZED VALUE 8,742									
CUSIP: 3128L5Y19									
FHLMC T05001GG 05% W/1	N/A	23,000	N/A	N/A	N/A	N/A			
CUSIP: 02R050416									
FNMA T05501G 05 50% W/1	N/A	13,000	N/A	N/A	N/A	N/A			
AMORTIZED FACTOR 0.000000000 CUSIP: 01F052615									
TOTAL		1,361,290	1,147,172.10		1,149,871.44	2,699.34	10,139.84	54,418	4.73

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Income	Current Yield%
CORPORATE BONDS									
Δ CITIGROUP INC	04/07/09	15,000	15,058.06	101.0710	15,160.65	102.59	53.12	319	2.10
FDIC TLGP GUARANTEED 02 125% APR 30 2012									
MOODY'S: AAA S&P: AAA CUSIP 17313JAE9									
ORIGINAL UNIT/TOTAL COST: 100.5030/15.075.45									

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Mixed Sources
Product Group from well-managed
forests and other controlled sources
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BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Corporate Bonds (continued) Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ JPMORGAN CHASE & CO FDIC 1 LGP GUARANTEED 02 125% DLC 26.2012 MOODY'S AAA S&P A44 CUSIP 48124RAM6 ORIGINAL UNIT, TOTAL COST 100.0360, 25,009.00	06/30/09	25,000	25,007.75	100.4410	25,110.25	102.50	7.38		532	2.11
TOTAL		40,000	40,065.81		40,270.90	205.09	60.50		851	2.11

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
A N S Y S INC COM	ANSS	07/15/08	186	41.8166	7,777.89	43.4600	8,083.56	305.67		
		06/05/09	2	32.9000	65.80	43.4600	86.92	21.12		
		12/23/09	4	43.3700	173.48	43.4600	173.84	36		
Subtotal			192		8,017.17		8,344.32	327.15		
ABBOTT LABS	ABT	11/26/97	17	32.9847	560.74	53.9900	917.83	357.09	28	2.96
		11/16/07	111	55.0613	6,111.81	53.9900	5,992.89	(118.92)	178	2.96
		02/06/09	15	57.0600	855.90	53.9900	809.85	(46.05)	24	2.96
		04/23/09	458	42.7170	19,564.39	53.9900	24,727.42	5,163.03	733	2.96
		06/02/09	96	45.2537	4,344.36	53.9900	5,183.04	838.68	154	2.96
Subtotal			697		31,437.20		37,631.03	6,193.83	1,117	2.96
ACCENTURE PLC SHS	ACN	06/04/09	251	30.2098	7,582.67	41.5000	10,416.50	2,833.83	189	1.80
		07/06/09	75	33.0973	2,482.30	41.5000	3,112.50	630.20	57	1.80
		12/23/09	6	41.2100	247.26	41.5000	249.00	1.74	5	1.80
Subtotal			332		10,312.23		13,778.00	3,465.77	251	1.80



Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
ACE LIMITED	ACE	09/22/08	170	60.5583	50.4000	10,294.92	8,568.00	(1,726.92)	211	2.46	
		12/22/08	309	52.0415	50.4000	16,080.83	15,573.60	(507.23)	384	2.46	
		02/05/09	114	43.8456	50.4000	4,998.40	5,745.60	747.20	142	2.46	
		02/06/09	72	43.3363	50.4000	3,120.22	3,628.80	508.58	90	2.46	
		06/03/09	132	44.9080	50.4000	5,927.86	6,652.80	724.94	164	2.46	
		06/08/09	118	45.6121	50.4000	5,382.23	5,947.20	564.97	147	2.46	
		06/23/09	70	42.5610	50.4000	2,979.27	3,528.00	548.73	87	2.46	
		12/23/09	19	49.9800	50.4000	949.62	957.60	7.98	24	2.46	
Subtotal			1,004	49,733.35		49,733.35	50,601.60	868.25	1,249	2.46	
AFFILIATED COMP SVCSA	ACS	01/15/08	174	43.1800	59.6900	7,513.33	10,386.06	2,872.73			
		10/07/08	20	47.6285	59.6900	952.57	1,193.80	241.23			
Subtotal			194	8,465.90		8,465.90	11,579.86	3,113.96			
AIR PRODUCTS&CHEM	APD	10/07/08	139	61.0113	81.0600	8,480.58	11,267.34	2,786.76	251	2.22	
		10/17/08	171	59.5391	81.0600	10,181.19	13,861.26	3,680.07	308	2.22	
Subtotal			310	18,661.77		18,661.77	25,128.60	6,466.83	559	2.22	
AKAMAI TECHNOLOGIES INC	AKAM	01/15/08	252	26.6650	25.3400	6,719.59	6,385.58	(333.91)			
		06/11/08	135	35.6899	25.3400	4,818.14	3,420.90	(1,397.24)			
		06/02/09	40	22.0472	25.3400	881.89	1,013.60	131.71			
Subtotal			427	12,419.62		12,419.62	10,820.18	(1,599.44)			
ALCATEL LUCENT SPD ADR	ALU	09/08/09	3,544	3.7210	3.3200	13,187.23	11,766.08	(1,421.15)			
		12/23/09	65	3.2900	3.3200	213.85	215.80	1.95			
Subtotal			3,609	13,401.08		13,401.08	11,981.88	(1,419.20)			
ALCON INC	ACL	07/11/06	95	100.0721	164.3500	9,506.85	15,613.25	6,106.40	347	2.21	
		02/01/08	57	142.9000	164.3500	8,145.30	9,367.95	1,222.65	208	2.21	
		10/30/08	55	88.9850	164.3500	4,894.18	9,039.25	4,145.07	201	2.21	
		12/22/08	54	87.0840	164.3500	4,702.54	8,874.90	4,172.36	197	2.21	
		02/06/09	46	82.9600	164.3500	3,816.16	7,560.10	3,743.94	168	2.21	
		05/21/09	260	101.5245	164.3500	26,396.37	42,731.00	16,334.63	948	2.21	
		06/02/09	29	110.5720	164.3500	3,206.59	4,766.15	1,559.56	106	2.21	
Subtotal			596	60,667.99		60,667.99	97,952.60	37,284.61	2,175	2.21	





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
† AMER EXPRESS COMPANY	AXP	09/09/09 10/19/09	501 626 1,127	33.7263 35.7407	16,896.88 22,373.74 39,270.62	40.5200 40.5200	20,300.52 25,365.52 45,666.04	3,403.64 2,991.78 6,395.42	361 1.77 451 1.77 812 1.77
Subtotal									
AMERICA MOVIL SAB DE CV ADR	AMX	05/21/09 06/05/09 12/23/09	171 2 6 179	37.0981 37.7100 47.5000	6,343.78 75.42 285.00 6,704.20	46.9800 46.9800 46.9800	8,033.58 93.96 281.88 8,409.42	1,689.80 18.54 (3.12) 1,705.22	78 .96 1 .96 3 .96 82 .96
Subtotal									
AMERICAN TOWER CORP CL A	AMT	01/15/08 06/02/09 06/05/09 12/23/09	288 17 1 1 307	39.4250 31.9388 31.4500 42.8700	11,354.41 542.96 31.45 42.87 11,971.69	43.2100 43.2100 43.2100 43.2100	12,444.48 734.57 43.21 43.21 13,265.47	1,090.07 191.61 11.76 .34 1,293.78	
Subtotal									
AMGEN INC COM PV \$0.0001	AMGN	07/25/08 06/02/09 06/05/09	386 71 7 464	54.0084 51.0594 50.6800	20,847.25 3,625.22 354.76 24,827.23	56.5700 56.5700 56.5700	21,836.02 4,016.47 395.99 26,248.48	988.77 391.25 41.23 1,421.25	
Subtotal									
AMN ELEC POWER CO	AEP	04/16/09 06/02/09 06/03/09 06/05/09 12/23/09	653 60 327 17 1 1,058	27.2032 26.7295 26.0841 26.6800 34.7000	17,763.70 1,603.77 8,529.53 453.56 34.70 28,385.26	34.7900 34.7900 34.7900 34.7900 34.7900	22,717.87 2,087.40 11,376.33 591.43 34.79 36,807.82	4,954.17 483.63 2,846.80 137.87 09 8,422.56	1,071 4.71 99 4.71 537 4.71 28 4.71 2 4.71 1,737 4.71
Subtotal									
AMPHENOL CORP CL A NEW	APH	12/14/09 12/23/09	86 193 279	43.9994 45.8449	3,783.95 8,848.07 12,632.02	46.1800 46.1800	3,971.48 8,912.74 12,864.22	187.53 64.67 252.20	6 .12 12 .12 18 .12
Subtotal									

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BRITTON FUND
 Account Number: 617-04A53
 24-Hour Assistance: (800) MERRILL
 Access Code: 91-617-04253

December 01, 2009 - December 31, 2009

YOUR EMA ASSETS

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
ANADARKO PETE CORP	APC	07/07/08	608	69.5662	42,296.25	62.4200	37,951.36	(4,344.89)	219	57
		03/25/09	104	43.0014	4,472.15	62.4200	6,491.68	2,019.53	38	57
		06/02/09	38	50.1889	1,907.18	62.4200	2,371.96	464.78	14	57
		06/05/09	6	49.1000	294.60	62.4200	374.52	79.92	3	57
		06/23/09	166	43.3936	7,203.35	62.4200	10,361.72	3,158.37	60	57
		12/23/09	1	64.2600	64.26	62.4200	62.42	(1.84)	1	57
Subtotal			923		56,237.79		57,613.66	1,375.87	335	57
ANHEUSER-BUSCH INBEV ADR	BUD	07/08/09	500	37.6540	18,827.01	52.0300	26,015.00	7,187.99		
		11/19/09	487	50.4167	24,552.98	52.0300	25,338.61	785.63		
		11/23/09	972	51.2023	49,768.64	52.0300	50,573.16	804.52		
		12/02/09	535	53.2253	28,475.54	52.0300	27,836.05	(639.49)		
		12/23/09	4	51.4500	205.80	52.0300	208.12	2.32		
Subtotal			2,498		121,829.97		129,970.94	8,140.97		
ANTOFAGASTA PLC SPN ADR	ANFGY	08/28/09	638	25.4664	16,247.57	32.4000	20,671.20	4,423.63	103	49
		12/23/09	39	29.8600	1,164.54	32.4000	1,263.60	99.06	7	49
Subtotal			677		17,412.11		21,934.80	4,522.69	110	49
APACHE CORP	APA	01/15/08	150	104.7800	15,717.01	103.1700	15,475.50	(241.51)	91	58
		02/06/09	40	78.4200	3,136.80	103.1700	4,126.80	990.00	24	58
		06/02/09	7	84.9985	594.99	103.1700	722.19	127.20	5	58
		08/03/09	130	87.1060	11,323.78	103.1700	13,412.10	2,088.32	78	58
		10/01/09	198	90.2054	17,860.67	103.1700	20,427.66	2,566.99	119	58
Subtotal			525		48,633.25		54,164.25	5,531.00	317	58
APPLE INC	AAPL	03/03/06	45	68.2691	3,072.11	210.7320	9,482.94	6,410.83		
		06/27/08	171	165.9705	28,380.96	210.7320	36,035.17	7,654.21		
		10/30/08	114	110.3802	12,583.35	210.7320	24,023.44	11,440.09		
		12/18/08	88	89.8667	7,908.27	210.7320	18,544.41	10,636.14		
		12/22/08	125	86.6732	10,834.15	210.7320	26,341.50	15,507.35		
		02/06/09	174	99.4072	17,296.87	210.7320	36,667.36	19,370.49		
		05/21/09	596	125.2051	74,622.24	210.7320	125,596.27	50,974.03		
		06/02/09	58	139.6400	8,099.12	210.7320	12,222.45	4,123.33		
Subtotal			1,371		162,797.07		288,913.54	126,116.47		

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TOTAL MERRILL*

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BRITTON FUND

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
APPLIED MATERIAL INC	AMAT	09/09/09	1,054	13.6609	14,398.60	13.9400	14,692.76	294.16	253	1.72
ARCELORMITTAL SA	MT	05/01/09	408	25.1389	10,256.68	45.7500	18,666.00	8,409.32	260	1.39
LUXEMBOURG		08/27/09	283	36.8693	10,434.04	45.7500	12,947.25	2,513.21	181	1.39
		12/23/09	18	45.0700	811.26	45.7500	823.50	12.24	12	1.39
Subtotal			709		21,501.98		32,436.75	10,934.77	453	1.39
ASTORIA FINANCIAL CORP	AF	01/15/08	256	21.9900	5,629.45	12.4300	3,182.08	(2,447.37)	134	4.18
		10/07/08	84	19.2728	1,618.92	12.4300	1,044.12	(574.80)	44	4.18
		06/05/09	11	8.1600	89.76	12.4300	136.73	46.97	6	4.18
Subtotal			351		7,338.13		4,362.93	(2,975.20)	184	4.18
AT&T INC	T	01/15/08	1,437	37.9800	54,577.26	28.0300	40,279.11	(14,298.15)	2,415	5.99
		06/02/09	231	24.7726	5,722.49	28.0300	6,474.93	752.44	389	5.99
		09/17/09	393	26.3680	10,362.66	28.0300	11,015.79	653.13	661	5.99
Subtotal			2,061		70,662.41		57,769.83	(12,892.58)	3,465	5.99
AUTODESK INC DEL PV\$0 01	ADSK	12/29/08	366	18.3310	6,709.15	25.4100	9,300.06	2,590.91		
		06/05/09	21	22.3819	470.02	25.4100	533.61	63.59		
Subtotal			387		7,179.17		9,833.67	2,654.50		
† AVALONBAY CMMUN INC REIT	AVB	01/14/09	230	51.3358	11,807.24	82.1100	18,885.30	7,078.06	822	4.34
		02/06/09	3	48.6300	145.89	82.1100	246.33	100.44	11	4.34
		03/11/09	91	47.2635	4,300.98	82.1100	7,472.01	3,171.03	325	4.34
		06/02/09	10	63.0480	630.48	82.1100	821.10	190.62	36	4.34
		06/05/09	26	66.1700	1,720.42	82.1100	2,134.86	414.44	93	4.34
Subtotal			360		18,605.01		29,559.60	10,954.59	1,287	4.34
BAE SYS PLC SPN ADR	BAESY	11/26/08	71	21.6611	1,537.94	23.1800	1,645.78	107.84	68	4.09
		12/22/08	279	20.1581	5,624.11	23.1800	6,467.22	843.11	265	4.09
		01/07/09	147	23.5000	3,454.50	23.1800	3,407.46	(47.04)	140	4.09
		02/04/09	286	23.0382	6,588.95	23.1800	6,629.48	40.53	272	4.09
		02/06/09	249	23.1300	5,759.37	23.1800	5,771.82	12.45	237	4.09
		03/06/09	245	18.5042	4,533.53	23.1800	5,679.10	1,145.57	233	4.09
		06/02/09	82	22.0900	1,811.38	23.1800	1,900.76	89.38	78	4.09
		06/05/09	26	21.9700	571.22	23.1800	602.68	31.46	25	4.09
Subtotal			1,385		29,881.00		32,104.30	2,223.30	1,318	4.09

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BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
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YOUR EMA ASSETS

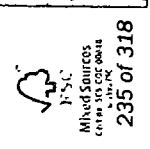
December 01, 2009 - December 31, 2009

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Current Yield%
	BANCO SANTANDER SA ADR	STD	07/17/09	338	12.7247	4,300.96	16.4400	5,556.72	1,255.76	297	5.32
			08/17/09	514	13.8931	7,141.10	16.4400	8,450.16	1,309.06	451	5.32
			12/23/09	8	16.5800	132.64	16.4400	131.52	(1.12)	8	5.32
	Subtotal			860		11,574.70		14,138.40	2,563.70	756	5.32
	BANCO SANTANDER BRZL SA	BSSR	12/11/09	1,019	13.5666	13,824.37	13.9400	14,204.86	380.49	94	.66
	AMERICN DEPOSITARY SHARS		12/23/09	28	13.5700	379.96	13.9400	390.32	10.36	3	.66
	REPRESENTING 1 ORDINARY										
	Subtotal			1,047		14,204.33		14,595.18	390.85	97	.66
	BARCLAYS PLC ADR	BCS	05/28/09	834	18.8245	15,699.64	17.6000	14,678.40	(1,021.24)	55	.36
			06/02/09	528	18.1754	9,596.66	17.6000	9,292.80	(303.86)	35	.36
			06/11/09	196	20.2644	3,971.84	17.6000	3,449.60	(522.24)	13	.36
	Subtotal			1,558		29,268.14		27,420.80	(1,847.34)	103	.36
	BARD C R INC	BCR	01/15/08	127	95.7800	12,164.07	77.9000	9,893.30	(2,270.77)	87	.87
			06/05/09	9	74.8100	673.29	77.9000	701.10	27.81	7	.87
	Subtotal			136		12,837.36		10,594.40	(2,242.96)	94	.87
	BARRICK GOLD CORPORATION	ABX	12/17/08	376	36.5955	13,759.91	39.3800	14,806.88	1,046.97	151	1.01
			02/06/09	9	39.4300	354.87	39.3800	354.42	(0.45)	4	1.01
			06/02/09	21	37.6000	789.60	39.3800	826.98	37.38	9	1.01
	Subtotal			406		14,904.38		15,988.28	1,083.90	164	1.01
	BASF SE SPONSORED ADR	BASFY	02/20/09	356	27.8053	9,898.72	62.7556	22,340.99	12,442.27	674	3.01
			06/05/09	4	45.0800	180.32	62.7556	251.02	70.70	8	3.01
	Subtotal			360		10,079.04		22,592.01	12,512.97	682	3.01
	BECKMAN COULTER INC COM	BEC	01/15/08	115	73.2600	8,424.90	65.4400	7,525.60	(899.30)	83	1.10
			10/07/08	15	65.9260	988.89	65.4400	981.60	(7.29)	11	1.10
			12/22/08	36	42.7088	1,537.52	65.4400	2,355.84	818.32	26	1.10
			06/05/09	11	55.6900	612.59	65.4400	719.84	107.25	8	1.10
	Subtotal			177		11,563.90		11,582.88	18.98	128	1.10



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BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
BEST BUY CO INC	BBY	04/15/08	636	41.4660	26,372.38	39.4600	25,096.56	(1,275.82)	357	1.41
		02/06/09	162	29.9479	4,851.56	39.4600	6,392.52	1,540.96	91	1.41
		05/18/09	194	36.2769	7,037.72	39.4600	7,655.24	617.52	109	1.41
		06/02/09	28	37.4117	1,047.53	39.4600	1,104.88	57.35	16	1.41
		06/05/09	90	37.7395	3,396.56	39.4600	3,551.40	154.84	51	1.41
		12/23/09	58	40.7900	2,365.82	39.4600	2,288.68	(77.14)	33	1.41
Subtotal			1,168		45,071.57		46,089.28	1,017.71	657	1.41
BHP BILLITON LTD ADR	BHP	12/18/08	299	42.6227	12,744.20	76.5800	22,897.42	10,153.22	491	2.14
		02/17/09	451	38.9052	17,546.25	76.5800	34,537.58	16,991.33	740	2.14
		06/02/09	60	60.2183	3,613.10	76.5800	4,594.80	981.70	99	2.14
		06/05/09	56	61.1982	3,427.10	76.5800	4,288.48	861.38	92	2.14
Subtotal			866		37,330.65		66,318.28	28,987.63	1,422	2.14
BIO RAD LABS CL A	BIO	12/19/08	100	68.6817	6,868.17	96.4600	9,646.00	2,777.83		
		06/05/09	9	74.3100	668.79	96.4600	868.14	199.35		
		12/23/09	1	95.9400	95.94	96.4600	96.46	.52		
Subtotal			110		7,632.90		10,610.60	2,977.70		
BORG WARNER INC COM	BWA	01/15/08	229	41.8400	9,581.37	33.2200	7,607.38	(1,973.99)		
		10/07/08	38	27.3800	1,040.44	33.2200	1,262.36	221.92		
Subtotal			267		10,621.81		8,869.74	(1,752.07)		
BOSTON PPTYS INC REIT	BXP	01/15/08	164	87.4822	14,347.09	67.0700	10,999.48	(3,347.61)	328	2.98
		11/21/08	235	42.1742	9,910.94	67.0700	15,761.45	5,850.51	471	2.98
		02/06/09	45	45.3557	2,041.01	67.0700	3,018.15	977.14	90	2.98
		06/02/09	81	49.1059	3,977.58	67.0700	5,432.67	1,455.09	162	2.98
		06/05/09	6	51.0200	306.12	67.0700	402.42	96.30	12	2.98
Subtotal			531		30,582.74		35,614.17	5,031.43	1,063	2.98
BOSTON SCIENTIFIC CORP	BSX	12/18/08	1,157	8.0035	9,260.05	9.0000	10,413.00	1,152.95		
		02/06/09	227	9.4776	2,151.42	9.0000	2,043.00	(108.42)		
		03/11/09	407	6.8353	2,781.97	9.0000	3,663.00	881.03		
		06/02/09	228	9.9596	2,270.79	9.0000	2,052.00	(218.79)		
		06/05/09	52	9.5000	494.00	9.0000	468.00	(26.00)		
Subtotal			2,071		16,958.23		18,639.00	1,680.77		

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Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%	
BP PLC SPON ADR	BP	08/20/09 12/23/09	572 14	51.1722 58.0200	29,270.50 812.28	57.9700 57.9700	33,158.84 811.58	3,888.34 (0.70)	1,922 48	5.79 5.79
Subtotal			586		30,082.78		33,970.42	3,887.64	1,970	5.79
BRISTOL-MYERS SQUIBB CO	BMY	04/09/09 06/02/09	844 44	20.1438 20.1395	17,001.37 886.14	25.2500 25.2500	21,311.00 1,111.00	4,309.63 224.86	1,081 57	5.06 5.06
Subtotal			888		17,887.51		22,422.00	4,534.49	1,138	5.06
BUCYRUS INTL INC NEW	BUCY	04/29/08 06/12/08	37 36	62.6697 73.8444	2,318.78 2,658.40	56.3700 56.3700	2,085.69 2,029.32	(233.09) (629.08)	4 4	.17 .17
Subtotal			73		5,017.18		4,114.91	1,318.15	6	.17
BUNZL PLC ADR	BZLFY	01/15/08 11/21/08	202 88	64.4500 45.2500	13,018.91 3,982.00	55.0000 55.0000	11,110.00 4,840.00	(1,908.91) 858.00	335 146	3.01 3.01
Subtotal			290		17,000.91		16,885.00	148.94	19	3.01
CAMECO CORP COM	CCJ	01/15/08 10/22/08	487 520	37.8540 13.3811	18,434.91 6,958.22	32.1700 32.1700	15,666.79 16,728.40	(2,768.12) 9,770.18	111 118	.70 .70
Subtotal			1,007		25,393.13		33,424.63	7,656.51	227	.70
CANON INC ADR REP5H	CAJ	07/29/09 09/02/09	437 219	35.7136 37.7148	15,606.85 8,259.56	42.3200 42.3200	18,493.84 9,268.08	2,886.99 1,008.52	465 233	2.51 2.51
Subtotal			656		23,866.41		28,608.32	14,815.87	720	2.51
↑ CAPITAL ONE FINL	COF	04/01/09 04/30/09	56 538	12.6925 18.1816	710.78 9,781.75	38.3400 38.3400	2,147.04 20,626.92	1,436.26 10,845.17	12 108	.52 .52
Subtotal			594		10,492.53		22,773.96	12,281.43	120	.52

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Fidelity
Investments
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TOTAL MERRILL*

Account Number: 617-04A53

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Price						
CARNIVAL CORP PAIRED SHS	CCL	07/09/09	463	25.2823	31.6900	11,705.75	14,672.47	2,966.72			
		08/25/09	240	31.0557	31.6900	7,453.37	7,605.60	152.23			
		12/23/09	1	32.5000	31.6900	32.50	31.69	(0.81)			
Subtotal			704			19,191.62	22,309.76	3,118.14			
CATERPILLAR INC DEL	CAT	11/10/09	370	59.9288	56.9900	22,173.69	21,086.30	(1,087.39)		622	2.94
		12/23/09	1	58.4400	56.9900	58.44	56.99	(1.45)		2	2.94
Subtotal			371			22,232.13	21,143.29	(1,088.84)		624	2.94
CELGENE CORP COM	CELG	07/23/07	131	57.7520	55.6800	7,565.52	7,294.08	(271.44)			
		08/02/07	230	60.2170	55.6800	13,849.91	12,806.40	(1,043.51)			
		09/13/07	255	68.8300	55.6800	17,551.65	14,198.40	(3,353.25)			
		10/30/07	220	65.3673	55.6800	14,380.81	12,249.60	(2,131.21)			
		11/09/07	250	64.1600	55.6800	16,040.00	13,920.00	(2,120.00)			
		01/15/08	150	53.7247	55.6800	8,058.71	8,352.00	293.29			
		10/30/08	398	62.8828	55.6800	25,027.39	22,160.64	(2,866.75)			
		12/22/08	132	52.9950	55.6800	6,995.34	7,349.76	354.42			
		02/06/09	354	56.0346	55.6800	19,836.25	19,710.72	(125.53)			
		06/02/09	96	43.8498	55.6800	4,209.59	5,345.28	1,135.69			
Subtotal			2,216			133,515.17	123,386.88	(10,128.29)			
CEPHALON INC COM	CEPH	11/11/08	67	73.2116	62.4200	4,905.18	4,182.14	(723.04)			
		06/02/09	10	57.0350	62.4200	570.35	624.20	53.85			
Subtotal			77			5,475.53	4,806.34	(669.19)			
CHANGYOU.COM LTD ADR	CYOU	10/16/09	438	31.5367	33.2100	13,813.08	14,545.98	732.90			
		12/11/09	492	30.3309	33.2100	14,922.85	16,339.32	1,416.47			
Subtotal			930			28,735.93	30,885.30	2,149.37			
CHESAPEAKE ENERGY OKLA	CHK	01/15/08	112	39.6400	25.8800	4,439.69	2,898.56	(1,541.13)		34	1.15
		03/31/08	198	46.0300	25.8800	9,113.94	5,124.24	(3,989.70)		60	1.15
Subtotal			310			13,553.63	8,022.80	(5,530.83)		94	1.15



BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%	
CHEVRON CORP	CVX	10/24/08	298	61.9325	18,455.89	76.9900	22,943.02	4,487.13	811	3.53
		10/31/08	206	72.8511	15,007.33	76.9900	15,859.94	852.61	561	3.53
		11/21/08	114	65.1295	7,424.77	76.9900	8,776.86	1,352.09	311	3.53
		02/06/09	77	74.5579	5,740.96	76.9900	5,928.23	187.27	210	3.53
		06/02/09	47	69.6591	3,273.98	76.9900	3,618.53	344.55	128	3.53
		07/22/09	116	66.2257	7,682.19	76.9900	8,930.84	1,248.65	316	3.53
Subtotal			858	57,585.12			66,057.42	8,472.30	2,337	3.53
CHINA MOBILE LTD SPN ADR	CHL	06/17/08	134	69.1726	9,269.13	46.4300	6,221.62	(3,047.51)	214	3.43
		08/19/08	184	58.1058	10,691.47	46.4300	8,543.12	(2,148.35)	294	3.43
		10/06/08	98	45.2470	4,434.21	46.4300	4,550.14	115.93	157	3.43
		10/13/08	85	51.3197	4,362.18	46.4300	3,946.55	(415.63)	136	3.43
		10/21/08	49	43.7100	2,141.79	46.4300	2,275.07	133.28	79	3.43
		06/05/09	27	51.4574	1,389.35	46.4300	1,253.61	(135.74)	44	3.43
		07/17/09	51	49.7292	2,536.19	46.4300	2,367.93	(168.26)	82	3.43
		12/23/09	31	44.8600	1,390.66	46.4300	1,439.33	48.67	50	3.43
Subtotal			659	36,214.98			30,597.37	(5,617.61)	1,056	3.43
CISCO SYSTEMS INC COM	CSCO	05/07/08	2,882	26.4791	76,312.78	23.9400	68,995.08	(7,317.70)		
		10/30/08	526	17.8742	9,401.88	23.9400	12,592.44	3,190.56		
		11/21/08	597	14.4578	8,631.31	23.9400	14,292.18	5,660.87		
		12/22/08	292	16.5700	4,838.44	23.9400	6,990.48	2,152.04		
		02/06/09	735	17.0399	12,524.33	23.9400	17,595.90	5,071.57		
		06/02/09	72	19.6898	1,417.67	23.9400	1,723.68	306.01		
		06/05/09	109	19.7681	2,154.73	23.9400	2,609.46	454.73		
		07/17/09	650	20.5200	13,338.00	23.9400	15,561.00	2,223.00		
		07/20/09	548	20.8300	11,414.84	23.9400	13,119.12	1,704.28		
		11/19/09	459	23.5989	10,831.94	23.9400	10,988.46	156.52		
		12/02/09	329	23.8269	7,839.08	23.9400	7,876.26	37.18		
		12/23/09	76	23.7900	1,808.04	23.9400	1,819.44	11.40		
Subtotal			7,275	160,513.04			174,163.50	13,650.46		





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
CME GROUP INC	CME	05/14/08	73	472.2431	335.9600	34,473.75	24,525.08	(9,948.67)	336	1.36	
		10/30/08	26	273.0780	335.9600	7,100.03	8,734.96	1,634.93	120	1.36	
		12/22/08	28	204.2792	335.9600	5,719.82	9,406.88	3,687.06	129	1.36	
		02/06/09	11	191.3700	335.9600	2,105.07	3,695.56	1,590.49	51	1.36	
		11/19/09	29	321.1524	335.9600	9,313.42	9,742.84	429.42	134	1.36	
		12/02/09	12	331.6708	335.9600	3,980.05	4,031.52	51.47	56	1.36	
		12/23/09	4	328.3100	335.9600	1,313.24	1,343.84	30.60	19	1.36	
Subtotal			183			64,005.38	61,480.68	(2,524.70)	845	1.36	
CNOOC LTD ADR	CEO	11/26/08	81	77.7338	155.4500	6,296.44	12,591.45	6,295.01	189	1.49	
		02/06/09	10	95.4900	155.4500	954.90	1,554.50	599.60	24	1.49	
Subtotal			91			7,251.34	14,145.95	6,894.61	213	1.49	
COLGATE PALMOLIVE	CL	11/26/97	14	43.3757	82.1500	607.26	1,150.10	542.84	25	2.14	
		06/02/09	54	70.1290	82.1500	3,786.97	4,436.10	649.13	96	2.14	
		06/03/09	82	69.8147	82.1500	5,724.81	6,736.30	1,011.49	145	2.14	
		06/10/09	83	70.0000	82.1500	5,810.00	6,818.45	1,008.45	147	2.14	
		06/16/09	88	69.9836	82.1500	6,158.56	7,229.20	1,070.64	155	2.14	
Subtotal			321			22,087.60	26,370.15	4,282.55	568	2.14	
CORNING INC	GLW	10/09/08	1,159	12.3287	19.3100	14,288.97	22,380.29	8,091.32	232	1.03	
		02/06/09	173	11.7672	19.3100	2,035.74	3,340.63	1,304.89	35	1.03	
		06/05/09	33	15.8000	19.3100	521.40	637.23	115.83	7	1.03	
		12/23/09	49	19.3100	19.3100	946.19	946.19		10	1.03	
Subtotal			1,414			17,792.30	27,304.34	9,512.04	284	1.03	
COVANCE INC	CVD	01/15/08	180	95.0800	54.5700	17,114.41	9,822.60	(7,291.81)			
		06/02/09	9	45.8300	54.5700	412.47	491.13	78.66			
		06/05/09	8	45.6400	54.5700	365.12	436.56	71.44			
Subtotal			197			17,892.00	10,750.29	(7,141.71)			
COVIDIEN PLC SHS	COV	01/14/09	121	35.3479	47.8900	4,277.10	5,794.69	1,517.59	88	1.50	
		02/06/09	99	39.8246	47.8900	3,942.64	4,741.11	798.47	72	1.50	
		N/A	65	N/A	47.8900	N/A	3,112.85	N/A	47	1.50	
Subtotal			285			8,219.74	13,648.65	2,316.06	207	1.50	

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BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Price						
CREDIT SUISSE GP SP ADR	CS	08/18/09	511	49.4140	49.1600	25,250.56	49.1600	25,120.76	(129.80)	31	.12
		12/23/09	1	49.6300	49.1600	49.63	49.1600	49.16	(0.47)	1	.12
Subtotal			512			25,300.19		25,169.92	(130.27)	32	.12
CROWN CASTLE INTL CORP	CCI	10/13/08	1,020	21.7463	39.0400	22,181.23	39.0400	39,820.80	17,639.57		
		10/30/08	580	21.1050	39.0400	12,240.90	39.0400	22,643.20	10,402.30		
		02/06/09	287	20.4734	39.0400	5,875.89	39.0400	11,204.48	5,328.59		
		06/02/09	61	24.4283	39.0400	1,490.13	39.0400	2,381.44	891.31		
		06/05/09	15	23.2500	39.0400	348.75	39.0400	585.60	236.85		
Subtotal			1,963			42,136.90		76,635.52	34,498.62		
CSX CORP	CSX	01/15/08	306	42.6500	48.4900	13,050.91	48.4900	14,837.94	1,787.03	270	1.81
		06/02/09	12	34.2900	48.4900	411.48	48.4900	581.88	170.40	11	1.81
Subtotal			318			13,462.39		15,419.82	1,957.43	281	1.81
CVS CAREMARK CORP	CVS	07/25/08	221	38.5480	32.2100	8,519.11	32.2100	7,118.41	(1,400.70)	68	.94
		10/30/08	365	29.3083	32.2100	10,697.53	32.2100	11,756.65	1,059.12	112	.94
		12/18/08	426	27.2196	32.2100	11,595.55	32.2100	13,721.46	2,125.91	130	.94
		12/22/08	408	26.1398	32.2100	10,665.04	32.2100	13,141.68	2,476.64	125	.94
		01/27/09	707	27.8177	32.2100	19,667.18	32.2100	22,772.47	3,105.29	216	.94
		02/06/09	448	29.0595	32.2100	13,018.66	32.2100	14,430.08	1,411.42	137	.94
		06/02/09	149	31.2195	32.2100	4,651.71	32.2100	4,799.29	147.58	46	.94
		06/05/09	78	30.6680	32.2100	2,392.11	32.2100	2,512.38	120.27	24	.94
		12/23/09	22	32.1200	32.2100	706.64	32.2100	708.62	1.98	7	.94
Subtotal			2,824			81,913.53		90,961.04	9,047.51	865	.94
D R HORTON INC	DHI	01/15/08	276	11.2800	10.8700	3,113.28	10.8700	3,000.12	(113.16)	42	1.37
		06/02/09	57	9.6491	10.8700	550.00	10.8700	619.59	69.59	9	1.37
		09/09/09	268	12.9877	10.8700	3,480.73	10.8700	2,913.16	(567.57)	41	1.37
Subtotal			601			7,144.01		6,532.87	(611.14)	92	1.37
DARDEN RESTAURANTS INC	DRI	01/15/08	250	21.6073	35.0700	5,401.83	35.0700	8,767.50	3,365.67	250	2.85
		06/02/09	22	36.5400	35.0700	803.88	35.0700	771.54	(32.34)	22	2.85
		06/05/09	20	35.4390	35.0700	708.78	35.0700	701.40	(7.38)	20	2.85
Subtotal			292			6,914.49		10,240.44	3,325.95	292	2.85





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
DEUTSCHE BOERSE AG SHS	DBOEY	02/18/09	587	4,9274	8,3200	2,892.39	8,3200	4,883.84	1,991.45	116	2.36
		02/19/09	2,211	4,8715	8,3200	10,770.89	8,3200	18,395.52	7,624.63	436	2.36
		02/26/09	1,181	4,8770	8,3200	5,759.74	8,3200	9,825.92	4,066.18	233	2.36
		03/09/09	1,013	4,0458	8,3200	4,098.40	8,3200	8,428.16	4,329.76	200	2.36
Subtotal			4,992			23,521.42		41,533.44	18,012.02	985	2.36
DIAGEO PLC SPSPD ADR NEW	DEO	10/09/08	42	58,5890	69,4100	2,460.74	69,4100	2,915.22	454.48	96	3.26
		11/10/08	49	59,2975	69,4100	2,905.58	69,4100	3,401.09	495.51	111	3.26
		02/06/09	10	55,8200	69,4100	558.20	69,4100	694.10	135.90	23	3.26
		06/05/09	2	54,6400	69,4100	109.28	69,4100	138.82	29.54	5	3.26
		06/11/09	58	56,6710	69,4100	3,286.92	69,4100	4,025.78	738.86	132	3.26
		06/23/09	184	57,1851	69,4100	10,522.06	69,4100	12,771.44	2,249.38	417	3.26
		12/23/09	5	68,8400	69,4100	344.20	69,4100	347.05	2.85	12	3.26
Subtotal			350			20,186.98		24,293.50	4,106.52	796	3.26
EASTMAN CHEMICAL CO COM	EMN	01/15/08	125	62,8500	60,2400	7,856.25	60,2400	7,530.00	(326.25)	220	2.92
EATON VANCE CORP NVT	EV	01/15/08	277	37,4400	30,4100	10,370.89	30,4100	8,423.57	(1,947.32)	178	2.10
		10/07/08	76	27,6368	30,4100	2,100.40	30,4100	2,311.16	210.76	49	2.10
		06/02/09	16	29,5000	30,4100	472.00	30,4100	486.56	14.56	11	2.10
		06/05/09	7	29,3500	30,4100	205.45	30,4100	212.87	7.42	5	2.10
		12/23/09	7	30,2700	30,4100	211.89	30,4100	212.87	98	5	2.10
Subtotal			383			13,360.63		11,647.03	(1,713.60)	248	2.10
EMERSON ELEC CO	EMR	02/08/08	10	51,4200	42,6000	514.20	42,6000	426.00	(88.20)	14	3.14
		11/21/08	172	30,2367	42,6000	5,200.72	42,6000	7,327.20	2,126.48	231	3.14
		02/06/09	167	33,6989	42,6000	5,627.72	42,6000	7,114.20	1,486.48	224	3.14
		06/02/09	14	34,4292	42,6000	482.01	42,6000	596.40	114.39	19	3.14
		06/05/09	12	35,4000	42,6000	424.80	42,6000	511.20	86.40	17	3.14
Subtotal			375			12,249.45		15,975.00	3,725.55	505	3.14
ERICSSON LM TEL CL B ADR	ERIC	06/23/09	1,803	9,4402	9,1900	17,020.69	9,1900	16,569.57	(451.12)	289	1.74
SEK IO NEIV											



BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Price						
EXPERIAN PLC SP ADR	EXPGY	01/15/08	2,350	7.5500		17,742.50	9.9700	23,429.50	5,687.00	416	1.77
		05/14/08	851	8.0974		6,890.89	9.9700	8,484.47	1,593.58	151	1.77
		02/06/09	241	6.8000		1,638.80	9.9700	2,402.77	763.97	43	1.77
		06/05/09	13	7.6800		99.84	9.9700	129.61	29.77	3	1.77
		06/23/09	598	7.5226		4,498.57	9.9700	5,962.06	1,463.49	106	1.77
		12/23/09	45	9.8500		443.25	9.9700	448.65	5.40	8	1.77
Subtotal			4,098			31,313.85		40,857.06	9,543.21	727	1.77
EXPRESS SCRIPTS INC COM	ESRX	01/15/08	182	70.8500		12,894.70	86.4200	15,728.44	2,833.74		
		06/05/09	6	62.5200		375.12	86.4200	518.52	143.40		
		12/23/09	1	87.7500		87.75	86.4200	86.42	(1.33)		
Subtotal			189			13,357.57		16,333.38	2,975.81		
EXXON MOBIL CORP COM	XOM	11/26/97	35	31.8751		1,115.63	68.1900	2,386.65	1,271.02	59	2.46
		07/07/08	290	88.4950		25,663.57	68.1900	19,775.10	(5,888.47)	488	2.46
		10/09/08	215	74.1198		15,935.76	68.1900	14,660.85	(1,274.91)	362	2.46
		10/17/08	66	70.6095		4,660.23	68.1900	4,500.54	(159.69)	111	2.46
		02/06/09	11	79.7790		877.57	68.1900	750.09	(127.48)	19	2.46
		06/02/09	164	72.7376		11,928.98	68.1900	11,183.16	(745.82)	276	2.46
		09/09/09	77	70.9700		5,464.69	68.1900	5,250.63	(214.06)	130	2.46
Subtotal			858			65,646.43		58,507.02	(7,139.41)	1,445	2.46
FIFTH THIRD BANCORP	FTB	08/10/09	1,236	9.7978		12,110.09	9.7500	12,051.00	(59.09)	50	.41
		12/23/09	11	9.9800		109.78	9.7500	107.25	(2.53)	1	.41
Subtotal			1,247			12,219.87		12,158.25	(61.62)	51	.41
FREEMPT-MCMRAN CPR & GLD	FCX	05/18/09	264	48.0879		12,695.21	80.2900	21,196.56	8,501.35	159	.74
		06/02/09	8	57.8700		462.96	80.2900	642.32	179.36	5	.74
		06/05/09	16	56.3900		902.24	80.2900	1,284.64	382.40	10	.74
		09/17/09	116	71.3545		8,277.13	80.2900	9,313.64	1,036.51	70	.74
Subtotal			404			22,337.54		32,437.16	10,099.62	244	.74





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
				Cost Basis	Market Value						
FRESENIUS MEDICAL CARE	FMS	01/15/08	214	56.3972	53.0100	12,069.01	11,344.14	(724.87)	259	2.27	
AG & CC SPON ADX		03/04/08	354	51.5729	53.0100	18,256.81	18,765.54	508.73	428	2.27	
		02/06/09	69	44.8018	53.0100	3,091.33	3,657.69	566.36	84	2.27	
		12/23/09	16	54.1500	53.0100	866.40	848.16	(18.24)	20	2.27	
Subtotal			653			34,283.55	34,615.53	331.98	791	2.27	
GATX CORPORATION	GMT	01/15/08	231	31.7400	28.7500	7,331.95	6,641.25	(690.70)	259	3.89	
GENERAL ELECTRIC	GE	11/26/97	57	24.4584	15.1300	1,394.13	862.41	(531.72)	23	2.64	
		08/10/09	1,003	14.7474	15.1300	14,791.74	15,175.39	383.65	402	2.64	
		08/25/09	665	14.2709	15.1300	9,490.15	10,061.45	571.30	266	2.64	
		11/10/09	329	15.7485	15.1300	5,181.26	4,977.77	(203.49)	132	2.64	
Subtotal			2,054			30,857.28	31,077.02	219.74	823	2.64	
GENL DYNAMICS CORP COM	GD	01/15/08	152	85.5764	68.1700	13,007.62	10,361.84	(2,645.78)	232	2.22	
		04/04/08	63	85.5100	68.1700	5,387.13	4,294.71	(1,092.42)	96	2.22	
		02/06/09	17	57.1100	68.1700	970.87	1,158.89	188.02	26	2.22	
		06/02/09	90	59.5184	68.1700	5,356.66	6,135.30	778.64	137	2.22	
		07/09/09	72	51.5704	68.1700	3,713.07	4,908.24	1,195.17	110	2.22	
		10/19/09	240	68.7119	68.1700	16,490.86	16,360.80	(130.06)	365	2.22	
		12/23/09	11	68.2200	68.1700	750.42	749.87	(0.55)	17	2.22	
Subtotal			645			45,676.63	43,969.65	(1,706.98)	983	2.22	
GILEAD SCIENCES INC COM	GILD	04/18/07	248	39.4165	43.2700	9,775.30	10,730.96	955.66			
		07/20/07	350	38.5500	43.2700	13,492.50	15,144.50	1,652.00			
		02/29/08	1,616	47.5177	43.2700	76,788.76	69,924.32	(6,864.44)			
		10/30/08	166	45.9436	43.2700	7,626.64	7,182.82	(443.82)			
		02/06/09	427	52.8699	43.2700	22,575.45	18,476.29	(4,099.16)			
		06/02/09	111	42.9894	43.2700	4,771.83	4,802.97	31.14			
		12/02/09	92	46.4256	43.2700	4,271.16	3,980.84	(290.32)			
		12/23/09	43	43.1200	43.2700	1,854.16	1,860.61	6.45			
Subtotal			3,053			141,155.80	132,103.31	(9,052.49)			

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Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

BRITTON FUND

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
GIVAUDAN SA UNSP ADR	GVDNY	06/29/09	586	12.3776	7,253.28	16.1000	9,434.60	2,181.32	59.62
		06/30/09	671	12.3163	8,264.24	16.1000	10,803.10	2,538.86	68.62
		12/23/09	27	16.3000	440.10	16.1000	434.70	(5.40)	3.62
Subtotal			1,284		15,957.62		20,672.40	4,714.78	130.62
GLOBAL PMTS INC GEORGIA	GPN	01/30/09	187	34.9611	6,537.73	53.8600	10,071.82	3,534.09	15.14
		06/05/09	8	37.4100	299.28	53.8600	430.88	131.60	1.14
		12/23/09	2	52.9300	105.86	53.8600	107.72	1.86	1.14
Subtotal			197		6,942.87		10,610.42	3,667.55	17.14
GOLDMAN SACHS GROUP INC	GS	10/13/08	61	105.2881	6,422.58	168.8400	10,299.24	3,876.66	86.82
		10/24/08	140	96.7360	13,543.04	168.8400	23,637.60	10,094.56	196.82
		02/05/09	144	93.0000	13,392.00	168.8400	24,312.96	10,920.96	202.82
		02/06/09	39	95.1000	3,708.90	168.8400	6,584.76	2,875.86	55.82
		04/16/09	61	120.6696	7,360.85	168.8400	10,299.24	2,938.39	86.82
		05/21/09	32	137.8018	4,409.66	168.8400	5,402.88	993.22	45.82
		06/02/09	34	143.0282	4,862.96	168.8400	5,740.56	877.60	48.82
		09/09/09	55	168.1794	9,249.87	168.8400	9,286.20	36.33	77.82
		12/23/09	13	163.7900	2,129.27	168.8400	2,194.92	65.65	19.82
Subtotal			579		65,079.13		97,758.36	32,679.23	814.82
GOOGLE INC CL A	GOOG	03/03/06	5	379.6520	1,898.26	619.9800	3,099.90	1,201.64	
		02/01/08	44	521.5500	22,948.20	619.9800	27,279.12	4,330.92	
		10/30/08	51	360.4300	18,381.93	619.9800	31,618.98	13,237.05	
		12/22/08	19	302.3473	5,744.60	619.9800	11,779.62	6,035.02	
		02/06/09	27	370.4800	10,002.96	619.9800	16,739.46	6,736.50	
		06/02/09	2	426.0650	852.13	619.9800	1,239.96	387.83	
		11/19/09	25	570.9800	14,274.50	619.9800	15,499.50	1,225.00	
		12/02/09	13	588.6584	7,652.56	619.9800	8,059.74	407.18	
Subtotal			186		81,755.14		115,316.28	33,561.14	
HALLIBURTON COMPANY	HAL	10/26/09	516	30.8468	15,916.95	30.0900	15,526.44	(390.51)	186.119
		11/10/09	676	31.4282	21,245.53	30.0900	20,340.84	(904.69)	244.119
Subtotal			1,192		37,162.48		35,867.28	(1,295.20)	430.119

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TOTAL MERRILL*

Account Number: 617-04A53

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
HARRIS CORP DEL	HRS	01/15/08	134	50	9900	6,832.67	47,5500	6,371.70	(460.97)	118	1.85
		03/19/08	81	47	4500	3,843.45	47,5500	3,851.55	8.10	72	1.85
		10/07/08	40	40	1487	1,605.95	47,5500	1,902.00	296.05	36	1.85
Subtotal			255			12,282.07		12,125.25	(156.82)	226	1.85
HARSCO CORPORATION	HSC	01/15/08	236	54	3370	12,823.54	32.2300	7,606.28	(5,217.26)	194	2.54
		06/05/09	1	31	5600	31.56	32.2300	32.23	.67	1	2.54
Subtotal			237			12,855.10		7,638.51	(5,216.59)	195	2.54
HELIX ENERGY SOLUTIONS	HLX	08/11/08	382	29	4286	11,241.73	11.7500	4,488.50	(6,753.23)		
		10/07/08	70	18	8300	1,318.10	11.7500	822.50	(495.60)		
		03/16/09	268	4	7992	1,286.21	11.7500	3,149.00	1,862.79		
Subtotal			720			13,846.04		8,460.00	(5,386.04)		
HESS CORP	HES	03/25/09	456	63	9361	29,154.87	60.5000	27,588.00	(1,566.87)	183	66
		07/09/09	212	48	6392	10,311.53	60.5000	12,826.00	2,514.47	85	66
		09/09/09	215	53	2097	11,440.09	60.5000	13,007.50	1,567.41	87	66
Subtotal			883			50,906.49		53,421.50	2,515.01	355	66
HEWLETT PACKARD CO DEL	HPQ	04/03/07	670	41	0400	27,496.81	51.5100	34,511.70	7,014.89	215	62
		10/26/07	275	52	5820	14,460.05	51.5100	14,165.25	(294.80)	88	62
		06/02/09	80	36	0492	2,883.94	51.5100	4,120.80	1,236.86	26	62
		06/05/09	26	36	9180	959.87	51.5100	1,339.26	379.39	9	62
Subtotal			1,051			45,800.67		54,137.01	8,336.34	338	62
HSBC HLDG PLC SP ADR	HBC	04/21/09	152	33	2764	5,058.02	57.0900	8,677.68	3,619.66	259	297
		04/30/09	100	36	3187	3,631.87	57.0900	5,709.00	2,077.13	170	297
		05/01/09	303	36	1826	10,963.33	57.0900	17,298.27	6,334.94	516	297
		06/02/09	17	44	7000	759.90	57.0900	970.53	210.63	29	297
		06/11/09	65	45	8896	2,982.83	57.0900	3,710.85	728.02	111	297
		07/20/09	100	46	2288	4,622.88	57.0900	5,709.00	1,086.12	170	297
		08/17/09	185	52	3776	9,689.87	57.0900	10,561.65	871.78	315	297
		12/23/09	32	57	0200	1,824.64	57.0900	1,826.88	2.24	55	297
Subtotal			954			39,533.34		54,463.86	14,930.52	1,625	297
INTEGRYS ENERGY GROUP INC	TEG	01/15/08	228	51	5900	11,762.53	41.9900	9,573.72	(2,188.81)	621	6.47



Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

BRITTON FUND

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
INTEL CORP	INTC	09/09/09 10/01/09	785 262 1,047	19.7605 19.0287	15,512.00 4,985.52 20,497.52	20.4000 20.4000	16,014.00 5,344.80 21,358.80	502.00 359.28 861.28	440 147 587	2.74 2.74 2.74
Subtotal										
INTERCONTINENTALEXCHANGE INC	ICE	02/19/09 12/23/09	115 1 116	58.9992 109.1500	6,784.91 109.15 6,894.06	112.3000 112.3000	12,914.50 112.30 13,026.80	6,129.59 3.15 6,132.74		
Subtotal										
INTL BUSINESS MACHINES CORP IBM	IBM	01/15/08 06/02/09 06/05/09 12/23/09	272 19 3 5	101.9968 107.9000 107.5600 129.9580	27,743.14 2,050.10 322.68 649.79	130.9000 130.9000 130.9000 130.9000	35,604.80 2,487.10 392.70 654.50	7,861.66 437.00 70.02 4.71	599 42 7 11	1.68 1.68 1.68 1.68
Subtotal										
INTL GAME TECHNOLOGY	IGT	01/15/08 06/02/09	299 430 30	40.1824 17.4000	30,765.71 17,278.45 522.00	18.7700 18.7700	8,071.10 563.10 8,634.20	8,373.39 (9,207.35) 41.10	659 104 8	1.68 1.27 1.27
Subtotal										
INTL RECTIFIER CORP	IRF	01/15/08 06/11/08 06/05/09	214 151 18	26.4244 24.2533 14.9600	17,800.45 5,654.83 3,662.26	22.1200 22.1200 22.1200	4,733.68 3,340.12 398.16	(921.15) (322.14) 128.88		
Subtotal										
INTUIT INC COM	INTU	01/15/08	430	30.7899	13,239.67	30.7300	13,213.90	(25.77)		
INTUITIVE SURGICAL INC NEW	ISRG	02/11/09 06/02/09 12/23/09	118 36 7	108.4250 158.9830 302.9800	12,794.16 5,723.39 2,120.86	303.4300 303.4300 303.4300	35,804.74 10,923.48 2,124.01	23,010.58 5,200.09 3.15		
Subtotal										
INVESCO LTD	IVZ	04/01/09 06/02/09 06/05/09 12/23/09	259 294 31 3	14.2969 16.9881 17.7745 22.9600	3,702.91 4,994.53 551.01 68.88	23.4900 23.4900 23.4900 23.4900	6,083.91 6,906.06 728.19 70.47	2,381.00 1,911.53 177.18 1.59	107 121 13 2	1.74 1.74 1.74 1.74
Subtotal										
Subtotal			587		9,317.33		13,788.63	4,471.30	243	1.74





TOTAL MERRILL*

Account Number: 617-04A53

BRITTON FUND

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
ITRON INC	ITRI	04/28/09	114	46.8377	5,339.50	67.5700	7,702.98	2,363.48		
		06/05/09	3	58.5500	175.65	67.5700	202.71	27.06		
		12/23/09	5	68.8900	344.45	67.5700	337.85	(6.60)		
Subtotal			122		5,859.60		8,243.54	2,383.94		
JEFFERIES GROUP INC NEW	JEF	01/15/08	310	17.4400	5,406.41	23.7300	7,356.30	1,949.89		
		10/07/08	133	18.4276	2,450.88	23.7300	3,156.09	705.21		
		06/02/09	40	22.0000	880.00	23.7300	949.20	69.20		
Subtotal			483		8,737.29		11,461.59	2,724.30		
JOY GLOBAL INC DEL COM	JOYG	04/29/08	62	73.7500	4,572.50	51.5700	3,197.34	(1,375.16)		44
		10/07/08	34	37.7488	1,283.46	51.5700	1,753.38	469.92		24
		03/27/09	121	23.6295	2,859.18	51.5700	6,239.97	3,380.79		85
		12/23/09	10	54.6300	546.30	51.5700	515.70	(30.60)		7
Subtotal			227		9,261.44		11,706.39	2,444.95		160
JPMORGAN CHASE & CO	JPM	01/15/08	326	39.1519	12,763.54	41.6700	13,584.42	820.88		66
		10/03/08	627	50.0441	31,377.71	41.6700	26,127.09	(5,250.62)		126
		12/22/08	380	30.7965	11,702.67	41.6700	15,834.60	4,131.93		77
		01/14/09	498	25.1792	12,539.29	41.6700	20,751.66	8,212.37		100
		02/06/09	101	26.7573	2,702.49	41.6700	4,208.67	1,506.18		21
		02/11/09	479	26.1778	12,539.17	41.6700	19,959.93	7,420.76		96
		06/02/09	388	34.8763	13,532.04	41.6700	16,167.96	2,635.92		78
		06/02/09	169	34.9114	5,900.04	41.6700	7,042.23	1,142.19		34
		11/19/09	108	42.3491	4,573.71	41.6700	4,500.36	(73.35)		22
		12/23/09	51	41.5400	2,118.54	41.6700	2,125.17	6.63		11
Subtotal			3,127		109,749.20		130,302.09	20,552.89		631
JUPITER TELECOM CO ADR	JUPIY	06/26/09	284	51.6716	14,674.76	66.5500	18,900.20	4,225.44		87
		07/07/09	157	54.7894	8,601.94	66.5500	10,448.35	1,846.41		48
		12/23/09	20	64.9000	1,298.00	66.5500	1,331.00	33.00		7
		12/28/09	69	68.3430	4,715.67	66.5500	4,591.95	(123.72)		22
Subtotal			530		29,290.37		35,271.50	5,981.13		164

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Income	Current Yield%
				Cost Basis	Market Value						
KAO CORP SPD ADR	KCRPY	06/17/09 12/23/09	530 15	21.9089 23.3000		11,611.76 349.50	23.3600 23.3600	12,380.80 350.40	769.04 90	300	2.41 2.41
Subtotal			545			11,961.26		12,731.20	769.94	309	2.41
KDDI CORP SHS	KDDIY	06/24/09 07/02/09 07/17/09 07/20/09 12/02/09 12/23/09 12/28/09	268 75 42 54 98 5 78	52.1485 52.5634 55.4833 56.0000 54.7200 53.0800 54.1334		13,975.81 3,942.26 2,330.30 3,024.00 5,362.56 265.40 4,222.41	53.5000 53.5000 53.5000 53.5000 53.5000 53.5000 53.5000	14,338.00 4,012.50 2,247.00 2,889.00 5,243.00 267.50 4,173.00	70.24 (83.30) (135.00) (119.56) 2.10 (49.41)	87 49 63 114 6 91	2.16 2.16 2.16 2.16 2.16 2.16
Subtotal			620			33,122.74		33,170.00	47.26	721	2.16
KELLOGG CO	K	11/30/09	287	52.4852		15,063.28	53.2000	15,268.40	205.12	431	2.81
Subtotal			2	53.4000		106.80	53.2000	106.40	(0.40)	3	2.81
KOHL CORP WISC PV 1CT	KSS	02/09/09 06/05/09 12/23/09	387 27 10	37.9998 46.0696 55.3200		14,705.93 1,243.88 553.20	53.9300 53.9300 53.9300	20,870.91 1,456.11 539.30	6,164.98 212.23 (13.90)	434	2.81
Subtotal			424			16,503.01		22,866.32	6,363.31	434	2.81
KONINKLIJKE AHOLD NV ADR	AHONY	11/10/08 11/21/08 02/06/09 02/10/09 06/02/09 06/16/09 07/31/09 08/21/09 12/23/09	940 196 186 500 74 284 421 389 16	10.7033 10.9703 11.6800 11.1169 12.0300 11.4354 11.3862 12.1011 13.2500		10,061.11 2,150.18 2,172.48 5,558.45 890.22 3,247.68 4,793.63 4,707.33 212.00	13.2500 13.2500 13.2500 13.2500 13.2500 13.2500 13.2500 13.2500 13.2500	12,455.00 2,597.00 2,464.50 6,625.00 980.50 3,763.00 5,578.25 5,154.25 212.00	2,393.89 446.82 292.02 1,066.55 90.28 515.32 784.62 446.92	168 35 34 89 14 51 75 70 3	1.34 1.34 1.34 1.34 1.34 1.34 1.34 1.34 1.34
Subtotal			3,006			33,793.08		39,829.50	6,036.42	539	1.34
LINCOLN NTL CORP IND NPV	LNC	08/10/09	619	23.2740		14,406.61	24.8800	15,400.72	994.11	25	.16



BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%	
										Yield%
MONSANTO CO NEW DEL COM	MON	02/01/08	102	114.8361	11,713.29	81.7500	8,338.50	(3,374.79)	109	1.29
		10/08/08	93	78.9301	7,340.50	81.7500	7,602.75	262.25	99	1.29
		10/30/08	162	87.9553	14,248.77	81.7500	13,243.50	(1,005.27)	172	1.29
		12/22/08	92	66.5128	6,119.18	81.7500	7,521.00	1,401.82	98	1.29
		02/06/09	77	83.8684	6,457.87	81.7500	6,294.75	(163.12)	82	1.29
		05/21/09	101	89.3858	9,027.97	81.7500	8,256.75	(771.22)	108	1.29
		06/02/09	52	81.6584	4,246.24	81.7500	4,251.00	4.76	56	1.29
		11/19/09	133	78.2382	10,405.69	81.7500	10,872.75	467.06	141	1.29
		12/23/09	42	82.1100	3,448.62	81.7500	3,433.50	(15.12)	45	1.29
Subtotal			854		73,008.13		69,814.50	(3,193.63)	910	1.29
MORGAN STANLEY	MS	04/13/09	1,090	26.7092	29,113.03	29.6000	32,264.00	3,150.97	219	.67
		06/02/09	131	28.8480	3,779.10	29.6000	3,877.60	98.50	27	.67
Subtotal			1,221		32,892.13		36,141.60	3,249.47	246	.67
NESTLE S A REP RG SH ADR	NSRGY	01/15/08	681	44.0439	29,993.93	48.3500	32,926.35	2,932.42	548	1.66
		01/28/08	67	43.9253	2,943.00	48.3500	3,239.45	296.45	54	1.66
		02/25/08	245	45.1571	11,063.50	48.3500	11,845.75	782.25	197	1.66
		05/20/08	143	49.0678	7,016.70	48.3500	6,914.05	(102.65)	115	1.66
		07/30/08	205	44.3651	9,094.85	48.3500	9,911.75	816.90	165	1.66
		02/06/09	135	32.7400	4,419.90	48.3500	6,527.25	2,107.35	109	1.66
		12/23/09	6	49.1500	294.90	48.3500	290.10	(4.80)	5	1.66
Subtotal			1,482		64,826.78		71,654.70	6,827.92	1,193	1.66
NEWFIELD EXPL CO COM	NFX	01/15/08	207	53.8900	11,155.24	48.2300	9,983.61	(1,171.63)	312	.87
		04/24/08	66	61.8100	4,079.46	48.2300	3,183.18	(896.28)	63	.87
		06/11/08	54	64.7750	3,497.85	48.2300	2,604.42	(893.43)	13	.87
			327		18,732.55		15,771.21	(2,961.34)	21	.87
Subtotal			2,593		26,004.69		35,498.17	9,493.48	312	.87
NEWS CORP CL A	NWSA	10/30/08	518	7.1200	3,688.16	13.6900	7,091.42	3,403.26	63	.87
		02/06/09	107	10.5999	1,134.19	13.6900	1,464.83	330.64	13	.87
		06/05/09	175	10.3773	1,816.03	13.6900	2,395.75	579.72	21	.87
		09/11/09	340	11.7300	3,988.20	13.6900	4,654.60	666.40	41	.87
		09/25/09	665	11.5796	7,700.50	13.6900	9,103.85	1,403.35	80	.87





BRITTON FUND

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TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
NEWS CORP CL A	NWSA	11/19/09	629	12.3321	7,756.95	13.6900	8,611.01	854.06	76	87
		12/16/09	488	13.3000	6,490.40	13.6900	6,680.72	190.32	59	87
		12/21/09	718	13.8095	9,915.29	13.6900	9,829.42	(85.87)	87	87
		12/23/09	119	13.5173	1,608.56	13.6900	1,629.11	20.55	15	87
Subtotal			6,352		70,102.97		86,958.88	16,855.91	767	87
NIKE INC CL B	NKE	01/15/08	225	57.5080	12,939.31	66.0700	14,865.75	1,926.44	243	1.63
		02/06/09	86	48.7611	4,193.46	66.0700	5,682.02	1,488.56	93	1.63
		02/26/09	92	41.3686	3,805.92	66.0700	6,078.44	2,272.52	100	1.63
		06/02/09	44	58.7590	2,585.40	66.0700	2,907.08	321.68	48	1.63
		06/05/09	18	58.8555	1,059.40	66.0700	1,189.26	129.86	20	1.63
		12/23/09	3	65.3200	195.96	66.0700	198.21	2.25	4	1.63
Subtotal			468		24,779.45		30,920.76	6,141.31	508	1.63
NINTENDO LTD ADR	NTDOY	01/15/08	397	67.3594	26,741.69	29.8200	11,838.54	(14,903.15)	498	4.19
		11/21/08	121	34.3660	4,158.29	29.8200	3,608.22	(550.07)	152	4.19
		12/12/08	76	46.6500	3,545.40	29.8200	2,266.32	(1,279.08)	96	4.19
		02/06/09	19	38.5000	731.50	29.8200	566.58	(164.92)	24	4.19
		02/12/09	92	37.9341	3,489.94	29.8200	2,743.44	(746.50)	116	4.19
		06/05/09	29	32.7300	949.17	29.8200	864.78	(84.39)	37	4.19
		06/23/09	76	33.2731	2,528.76	29.8200	2,266.32	(262.44)	96	4.19
		12/23/09	33	29.9600	988.68	29.8200	984.06	(4.62)	42	4.19
Subtotal			843		43,133.43		25,138.26	(17,995.17)	1,061	4.19
NOBEL BIOCARE ADR	NBHG	09/04/09	1,169	14.6118	17,081.20	16.6500	19,463.85	2,382.65	164	84
		10/28/09	364	14.4556	5,261.87	16.6500	6,060.60	798.73	51	84
Subtotal			1,533		22,343.07		25,524.45	3,181.38	215	.84
NORTH TRUST CORP	NTRS	01/14/09	363	46.1391	16,748.50	52.4000	19,021.20	2,272.70	407	2.13
		02/06/09	11	60.4100	664.51	52.4000	576.40	(88.11)	13	2.13
		06/02/09	38	55.6800	2,115.84	52.4000	1,991.20	(124.64)	43	2.13
Subtotal			412		19,528.85		21,588.80	2,059.95	463	2.13

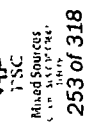
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 24-Hour Assistance: (800) MERRILL
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December 01, 2009 - December 31, 2009

YOUR EMA ASSETS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%	
NOVARTIS ADR	NVS	01/15/08	453	56.5865	25,633.69	54.4300	24,656.79	(976.90)	659	2.66
		02/06/09	13	42.1900	548.47	54.4300	707.59	159.12	19	2.66
		06/05/09	1	39.7200	39.72	54.4300	54.43	14.71	2	2.66
		12/23/09	19	54.5600	1,036.64	54.4300	1,034.17	(2.47)	28	2.66
Subtotal			486		27,258.52		26,452.98	(805.54)	708	2.66
NOVO NORDISK A S ADR	NVO	01/15/08	186	62.2481	11,578.16	63.8500	11,876.10	297.94	146	1.22
		10/16/08	103	48.8908	5,035.76	63.8500	6,576.55	1,540.79	81	1.22
		11/21/08	72	46.0683	3,316.92	63.8500	4,597.20	1,280.28	57	1.22
		11/25/08	109	46.4757	5,065.86	63.8500	6,959.65	1,893.79	86	1.22
		02/06/09	9	53.4800	481.32	63.8500	574.65	93.33	8	1.22
		03/02/09	71	46.4492	3,297.90	63.8500	4,533.35	1,235.45	56	1.22
		04/03/09	89	44.6255	3,971.67	63.8500	5,682.65	1,710.98	70	1.22
		06/02/09	19	52.2726	993.18	63.8500	1,213.15	219.97	15	1.22
		06/05/09	17	52.9600	900.32	63.8500	1,085.45	185.13	14	1.22
		12/23/09	32	64.8800	2,076.16	63.8500	2,043.20	(32.96)	25	1.22
Subtotal			707		36,717.25		45,141.95	8,424.70	558	1.22
OCCIDENTAL PETE CORP CAL	OXY	01/15/08	539	72.1293	38,877.71	81.3500	43,847.65	4,969.94	712	1.62
		02/06/09	37	56.2689	2,081.95	81.3500	3,009.95	928.00	49	1.62
		03/25/09	106	59.2054	6,275.78	81.3500	8,623.10	2,347.32	140	1.62
		06/02/09	69	69.5753	4,800.70	81.3500	5,613.15	812.45	92	1.62
		12/23/09	12	82.3000	987.60	81.3500	976.20	(11.40)	16	1.62
Subtotal			763		53,023.74		62,070.05	9,046.31	1,009	1.62
ORACLE CORP \$0 01 DEL	ORCL	04/18/08	1,728	21.3379	36,871.91	24.5300	42,387.84	5,515.93	346	.81
		10/30/08	2,014	18.2394	36,734.35	24.5300	49,403.42	12,669.07	403	.81
		12/22/08	372	17.4200	6,480.24	24.5300	9,125.16	2,644.92	75	.81
		02/06/09	577	18.0000	10,386.00	24.5300	14,153.81	3,767.81	116	.81
		04/01/09	512	18.4798	9,461.66	24.5300	12,559.36	3,097.70	103	.81
		06/02/09	297	20.2798	6,023.13	24.5300	7,285.41	1,262.28	60	.81
		12/23/09	102	24.7400	2,523.48	24.5300	2,502.06	(21.42)	21	.81
Subtotal			5,602		108,480.77		137,417.06	28,936.29	1,124	.81





TOTAL MERRILL*

Account Number: 617-04A53

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued)	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
PACCAR INC	PCAR	10/26/09	317	39.8258	12,624.78	36.2700	11,497.59	(1,127.19)	115	99
		12/23/09	131	36.7373	4,812.59	36.2700	4,751.37	(61.22)	48	99
Subtotal			448		17,437.37		16,248.96	(1,188.41)	163	99
PEPSICO INC	PEP	03/11/09	155	47.3076	7,332.68	60.8000	9,424.00	2,091.32	279	2.96
		04/23/09	122	47.5496	5,801.06	60.8000	7,417.60	1,616.54	220	2.96
		05/18/09	151	50.8133	7,672.81	60.8000	9,180.80	1,507.99	272	2.96
		06/02/09	39	55.4979	2,164.42	60.8000	2,371.20	206.78	71	2.96
Subtotal			467		22,970.97		28,393.60	5,422.63	842	2.96
PETROLEO BRAS VTG SPD ADR	PBR	01/15/08	516	52.5005	27,090.30	47.6800	24,602.88	(2,487.42)	184	.74
		12/10/08	125	22.0240	2,753.00	47.6800	5,960.00	3,207.00	45	7.4
		02/06/09	1,009	28.6855	28,943.77	47.6800	48,109.12	19,165.35	359	7.4
		06/02/09	73	45.2490	3,303.18	47.6800	3,480.64	177.46	26	7.4
		12/23/09	29	47.3100	1,371.99	47.6800	1,382.72	10.73	11	.74
Subtotal			1,752		63,462.24		83,535.36	20,073.12	625	7.4
PETROLEO BRAS SA ADR	PBRA	09/16/09	279	37.6950	10,516.91	42.3900	11,826.81	1,309.90	100	8.3
		09/17/09	343	38.1235	13,076.39	42.3900	14,539.77	1,463.38	122	8.3
		12/23/09	12	42.1700	506.04	42.3900	508.68	2.64	5	8.3
Subtotal			634		24,099.34		26,875.26	2,775.92	227	8.3
PFIZER INC	PFE	10/14/08	453	16.9411	7,674.32	18.1900	8,240.07	565.75	327	3.95
		10/16/08	578	16.2561	9,396.08	18.1900	10,513.82	1,117.74	417	3.95
		10/31/08	597	17.8700	10,668.39	18.1900	10,859.43	191.04	430	3.95
		11/21/08	384	14.7279	5,655.55	18.1900	6,984.96	1,329.41	277	3.95
		02/06/09	355	14.9300	5,300.15	18.1900	6,457.45	1,157.30	256	3.95
		06/02/09	750	14.9400	11,205.00	18.1900	13,642.50	2,437.50	540	3.95
Subtotal			3,117		49,899.49		56,698.23	6,798.74	2,247	3.95
PG&E CORP	PCG	10/19/09	870	42.9627	37,377.55	44.6500	38,845.50	1,467.95	1,462	3.76
		12/23/09	7	44.7400	313.18	44.6500	312.55	(0.63)	12	3.76
Subtotal			877		37,690.73		39,158.05	1,467.32	1,474	3.76
PHARM PROD DEV INC	PPDI	01/15/08	243	47.7099	11,593.52	23.4400	5,695.92	(5,897.60)	146	2.55
		06/05/09	23	20.5000	471.50	23.4400	539.12	67.62	14	2.55
Subtotal			266		12,065.02		6,235.04	(5,829.98)	160	2.55





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
RAYMOND JAMES FINL INC	RJF	01/15/08 10/07/08 06/02/09	328 50 45	28.6038 27.9000 16.3500	23.7700 23.7700 23.7700	9,382.06 1,395.00 735.75	7,796.56 1,188.50 1,069.65	(1,585.50) (206.50) 333.90	145 22 20	1.85 1.85 1.85	
<i>Subtotal</i>			423	11,512.81			10,054.71	(1,458.10)	187	1.85	
REED ELSEVIER P L C	RUK	07/10/09	368	29.7886	32.7900	10,962.21	12,066.72	1,104.51	479	3.96	
SPONSORED ADR NEW		07/24/09	130	32.4800	32.7900	4,222.40	4,262.70	40.30	169	3.96	
		11/17/09	243	32.1281	32.7900	7,807.15	7,967.97	160.82	316	3.96	
		12/23/09	10	32.3700	32.7900	323.70	327.90	4.20	13	3.96	
<i>Subtotal</i>			751	23,315.46			24,625.29	1,309.83	977	3.96	
REPUBLIC SERVICES INC	RSG	01/15/08	300	30.2600	28.3100	9,078.01	8,493.00	(585.01)	228	2.68	
		06/02/09	18	23.4300	28.3100	421.74	509.58	87.84	14	2.68	
		06/05/09	7	23.1900	28.3100	162.33	198.17	35.84	6	2.68	
<i>Subtotal</i>			325	9,662.08			9,200.75	(461.33)	248	2.68	
RESEARCH IN MOTION LTD	RIMM	01/15/08	227	91.3186	67.5400	20,729.34	15,331.58	(5,397.76)			
		02/01/08	202	93.1373	67.5400	18,813.75	13,643.08	(5,170.67)			
		10/30/08	240	47.1065	67.5400	11,305.56	16,209.60	4,904.04			
		12/22/08	224	41.8459	67.5400	9,373.50	15,128.96	5,755.46			
		02/06/09	245	59.6731	67.5400	14,619.93	16,547.30	1,927.37			
		02/13/09	291	47.5000	67.5400	13,822.50	19,654.14	5,831.64			
		02/17/09	106	44.7607	67.5400	4,744.64	7,159.24	2,414.60			
		06/02/09	91	82.8663	67.5400	7,540.84	6,146.14	(1,394.70)			
		09/28/09	435	67.6159	67.5400	29,412.92	29,379.90	(33.02)			
		12/23/09	12	67.6700	67.5400	812.04	810.48	(1.56)			
<i>Subtotal</i>			2,073	131,175.02			140,010.42	8,835.40			

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BRITTON FUND
 Account Number: 617-04A53
 24-Hour Assistance: (800) MERRILL
 Access Code: 91-617-04253

December 01, 2009 - December 31, 2009

YOUR EMA ASSETS

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
				Cost Basis	Market Price					
RÖCHE HLDG LTD SPN ADR	RHHBY	02/01/08	308	46.4500	42.2000	14,306.61	12,997.60	(1,309.01)	205	1.57
		10/20/08	396	39.4865	42.2000	15,636.67	16,711.20	1,074.53	264	1.57
		10/30/08	164	35.0750	42.2000	5,752.30	6,920.80	1,168.50	110	1.57
		11/21/08	242	31.9543	42.2000	7,732.95	10,212.40	2,479.45	161	1.57
		11/24/08	194	33.7547	42.2000	6,548.42	8,186.80	1,638.38	130	1.57
		02/06/09	154	31.1500	42.2000	4,797.10	6,498.80	1,701.70	103	1.57
		06/05/09	6	33.1200	42.2000	198.72	253.20	54.48	4	1.57
		12/23/09	57	42.8800	42.2000	2,444.16	2,405.40	(38.76)	38	1.57
Subtotal			1,521			57,416.93	64,186.20	6,769.27	1,015	1.57
SAGE GROUP PLC UNSP ADR	SGPYY	12/14/09	911	15.1545	14.4400	13,805.84	13,154.84	(651.00)	366	2.77
		12/23/09	23	14.3000	14.4400	328.90	332.12	3.22	10	2.77
Subtotal			934			14,134.74	13,486.96	(647.78)	376	2.77
SAP AG SHS	SAP	01/15/08	400	48.5425	46.8100	19,417.01	18,724.00	(693.01)	444	2.36
		10/16/08	161	34.4760	46.8100	5,550.64	7,536.41	1,985.77	179	2.36
		02/06/09	13	38.3400	46.8100	498.42	608.53	110.11	15	2.36
		06/05/09	22	42.6572	46.8100	938.46	1,029.82	91.36	25	2.36
		12/23/09	33	46.6900	46.8100	1,540.77	1,544.73	3.96	37	2.36
Subtotal			629			27,945.30	29,443.49	1,498.19	700	2.36
SBA COMMUNICATIONS CRP A	SBAC	01/14/09	371	17.5556	34.1600	6,513.13	12,673.36	6,160.23	492	3.31
		06/02/09	31	24.8193	34.1600	769.40	1,058.96	289.56	15	3.31
		12/23/09	9	34.7900	34.1600	313.11	307.44	(5.67)	15	3.31
Subtotal			411			7,595.64	14,039.76	6,444.12	492	3.31
SCHNEIDER ELEC SA ADR	SBGSY	09/16/09	1,251	10.4765	11.8500	13,106.11	14,824.35	1,718.24	492	3.31
		12/23/09	38	11.5500	11.8500	438.90	450.30	11.40	15	3.31
Subtotal			1,289			13,545.01	15,274.65	1,729.64	507	3.31
SCIENTIFIC GAMES CORP A	SGMS	01/15/08	266	28.3500	14.5500	7,541.11	3,870.30	(3,670.81)	492	3.31
		06/05/09	5	19.5900	14.5500	97.95	72.75	(25.20)	15	3.31
		12/23/09	7	14.2600	14.5500	99.82	101.85	2.03	15	3.31
Subtotal			278			7,738.88	4,044.90	(3,693.98)	507	3.31

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TOTAL MERRILL*

Account Number: 617-04A53

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
SEVEN AND I HOLDINGS CO LTD S+HS	SVNDY	04/06/09	73	45 2180	3,300 92	41 4000	3,022 20	(278 72)	78	2 55
		04/08/09	169	45 1333	7,627.54	41 4000	6,996.60	(630 94)	179	2 55
		06/05/09	3	47 5500	142.65	41 4000	124 20	(18 45)	4	2 55
		12/23/09	8	40.6400	325.12	41 4000	331 20	6 08	9	2 55
Subtotal			253		11,396.23		10,474.20	(922 03)	270	2 55
SGS SA ADR	SGSOY	08/19/09	1,342	12 0825	16,214.72	13 0400	17,499 68	1,284 96	355	2 02
		09/01/09	345	12 4648	4,300 36	13 0400	4,498 80	198.44	92	2 02
		11/12/09	504	12.7361	6,419.04	13 0400	6,572 16	153 12	134	2 02
		12/18/09	678	12.8784	8,731.62	13 0400	8,841.12	109 50	179	2 02
Subtotal			2,869		35,665.74		37,411.76	1,746 02	760	2 02
SIEMENS AG ADR	SI	07/30/08	110	121 6940	13,386.35	91 7000	10,087 00	(3,299 35)	194	1 91
		09/10/08	68	96 9929	6,595.52	91 7000	6,235 60	(359 92)	120	1 91
		11/21/08	69	51 1695	3,530 70	91 7000	6,327 30	2,796 60	122	1 91
		04/30/09	60	68.5856	4,115 14	91.7000	5,502 00	1,386 86	106	1 91
		06/05/09	5	76 9400	384.70	91.7000	458 50	73.80	9	1 91
		12/23/09	11	91.8900	1,010.79	91.7000	1,008 70	(2 09)	20	1 91
Subtotal			323		29,023.20		29,619.10	595.90	571	1 91
SIMON PROPERTY GROUP DEL REIT	SPG	12/21/09	1	75.4900	75 49	79.8000	79.80	4.31	3	3 00
SMITH-NPHW PLC SPADR NEW	SNN	01/16/09	154	35.3758	5,447 88	51.2500	7,892 50	2,444.62	105	1 32
		02/06/09	5	38 5400	192 70	51.2500	256 25	63 55	4	1 32
		02/27/09	161	35 5488	5,723.36	51.2500	8,251 25	2,527 89	110	1 32
		03/23/09	254	33.8270	8,592 08	51.2500	13,017 50	4,425 42	173	1 32
		06/02/09	32	38.4856	1,231 54	51.2500	1,640 00	408 46	22	1 32
		06/05/09	22	38.3531	843.77	51 2500	1 127.50	283 73	15	1 32
		12/23/09	24	50 7000	1,216 80	51 2500	1,230 00	13 20	17	1 32
Subtotal			652		23,248.13		33,415.00	10,166 87	446	1 32
SNAP ON INC COM	SNA	01/15/08	169	42.1800	7,128.43	42.2600	7,141 94	13 51	203	2 83
		06/05/09	6	33 2300	199.38	42.2600	253 56	54.18	8	2 83
Subtotal			175		7,327.81		7,395.50	67.69	211	2 83



Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
SOCIEDAD Q&M CHLE SPDADR	SQM	08/22/08	339	37.8221	12,821.70	37.5700	12,736.23	(85.47)	344 2.69
		09/09/08	272	28.0815	7,638.17	37.5700	10,219.04	2,580.87	276 2.69
		10/16/08	142	17.3595	2,465.06	37.5700	5,334.94	2,869.88	144 2.69
		02/06/09	66	30.6300	2,021.58	37.5700	2,479.62	458.04	67 2.69
		06/02/09	11	37.2490	409.74	37.5700	413.27	3.53	12 2.69
		06/05/09	5	37.2400	186.20	37.5700	187.85	1.65	6 2.69
		12/23/09	18	38.0000	684.00	37.5700	676.26	(7.74)	19 2.69
Subtotal			853		26,226.45		32,047.21	5,820.76	868 2.69
SOCIETE GENERAL SPN ADR	SCGLY	09/21/09	1,389	15.4929	21,519.64	14.0500	19,515.45	(2,004.19)	399 2.04
		12/23/09	62	13.9300	863.66	14.0500	871.10	7.44	18 2.04
Subtotal			1,451		22,383.30		20,386.55	(1,996.75)	417 2.04
SODEXO ADR	SDXAY	05/26/09	302	49.9646	15,089.31	56.9500	17,198.90	2,109.59	428 2.48
		11/13/09	177	58.4287	10,341.88	56.9500	10,080.15	(261.73)	251 2.48
		12/23/09	5	57.8000	289.00	56.9500	284.75	(4.25)	8 2.48
Subtotal			484		25,720.19		27,563.80	1,843.61	687 2.48
SONICWALL INC CALIF COM	SNWL	03/09/09	688	4.1950	2,886.17	7.6100	5,235.68	2,349.51	1,309 5.25
SOUTHERN COMPANY	SO	10/19/09	748	33.0499	24,721.33	33.3200	24,923.36	202.03	30 5.25
		12/23/09	17	33.2200	564.74	33.3200	566.44	1.70	1,339 5.25
Subtotal			765		25,286.07		25,489.80	203.73	238 1.34
STAPLES INC	SPLS	03/18/08	720	22.0735	15,892.92	24.5900	17,704.80	1,811.88	146 1.34
		10/24/08	442	14.3188	6,328.91	24.5900	10,868.78	4,539.87	51 1.34
		06/05/09	152	20.6700	3,141.84	24.5900	3,737.68	595.84	89 1.34
		08/25/09	269	21.9620	5,907.78	24.5900	6,614.71	706.93	524 1.34
Subtotal			1,583		31,271.45		38,925.97	7,654.52	66 .31
STERILITE INDUSTRIES (INDIA) LIMITEDADR	SLT	01/07/09	1,131	6.2497	7,068.42	18.2200	20,606.82	13,538.40	4 31
		06/05/09	59	14.1669	835.85	18.2200	1,074.98	239.13	28 .31
		07/17/09	482	11.6919	5,635.54	18.2200	8,782.04	3,146.50	98 .31
Subtotal			1,672		13,539.81		30,463.84	16,924.03	261 1.89
SUN HG KAI PPTY SPSP ADR	SUHY	11/10/09	925	15.1090	13,975.83	14.8500	13,736.25	(239.58)	





TOTAL MERRILL

Account Number: 617-04A53

BRITTON FUND

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
SWEDBANK A B ADR	SWDBY	08/24/09	1,546	8.9581	13,849.29	10.0000	15,460.00	1,610.71	
		11/10/09	911	9.4818	8,638.01	10.0000	9,110.00	471.99	
		12/23/09	78	9.4700	738.66	10.0000	780.00	41.34	
Subtotal			2,535		23,225.96		25,350.00	2,124.04	
TALISMAN ENERGY INC COM	TLM	01/15/08	1,590	18.0500	28,699.51	18.6400	29,637.60	938.09	
		12/23/09	1	18.7300	18.73	18.6400	18.64	(0.09)	
Subtotal			1,591		28,718.24		29,656.24	938.00	
TARGET CORP COM	TGT	07/22/09	300	41.1323	12,339.69	48.3700	14,511.00	2,171.31	204 1.40
		08/03/09	253	42.9143	10,857.34	48.3700	12,237.61	1,380.27	173 1.40
		12/23/09	86	48.7298	4,190.77	48.3700	4,159.82	(30.95)	59 1.40
Subtotal			639		27,387.80		30,908.43	3,520.63	436 1.40
TESCO PLC SPNRD ADR	TSCDY	01/15/08	532	24.1900	12,869.08	20.5700	10,943.24	(1,925.84)	297 2.70
		10/16/08	253	16.5930	4,198.03	20.5700	5,204.21	1,006.18	141 2.70
		02/06/09	11	16.7200	183.92	20.5700	226.27	42.35	7 2.70
		02/18/09	297	14.5030	4,307.42	20.5700	6,109.29	1,801.87	166 2.70
		02/26/09	196	14.4469	2,831.61	20.5700	4,031.72	1,200.11	110 2.70
		06/02/09	40	17.4500	698.00	20.5700	822.80	124.80	23 2.70
		07/13/09	162	17.5151	2,837.46	20.5700	3,332.34	494.88	91 2.70
		12/23/09	83	20.1000	1,668.30	20.5700	1,707.31	39.01	47 2.70
Subtotal			1,574		29,593.82		32,377.18	2,783.36	882 2.70
THE SCOTTS MIRACLE GRO CO	SMG	01/15/08	167	33.9400	5,667.99	39.3100	6,564.77	896.78	84 1.27
		06/02/09	17	33.7700	574.09	39.3100	668.27	94.18	9 1.27
Subtotal			184		6,242.08		7,233.04	990.96	93 1.27
THERMO FISHER SCIENTIFIC INC	TMO	12/11/08	263	33.9905	8,939.51	47.6900	12,542.47	3,602.96	
		02/06/09	37	40.0800	1,482.96	47.6900	1,764.53	281.57	
		06/02/09	24	39.9300	958.32	47.6900	1,144.56	186.24	
		12/23/09	11	49.0000	539.00	47.6900	524.59	(14.41)	
Subtotal			335		11,919.79		15,976.15	4,056.36	

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BRITTON FUND
 Account Number: 617-04A53
 24-Hour Assistance: (800) MERRILL
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YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
TJX COS INC NEW	TJX	10/07/08	416	28.6656	36.5500	11,924.90	36.5500	15,204.80	3,279.90	200	1.31
		02/06/09	221	23.0087	36.5500	5,084.94	36.5500	8,077.55	2,992.61	107	1.31
		06/02/09	49	30.8581	36.5500	1,512.05	36.5500	1,790.95	278.90	24	1.31
		06/05/09	54	30.5194	36.5500	1,648.05	36.5500	1,973.70	325.65	26	1.31
		12/23/09	9	37.0477	36.5500	333.43	36.5500	328.95	(4.48)	5	1.31
Subtotal			749			20,503.37		27,375.95	6,872.58	362	1.31
TNT NV ADR	TNTTY	01/15/08	791	37.1326	30.8000	29,371.90	30.8000	24,362.80	(5,009.10)	155	.63
		05/15/08	240	38.2687	30.8000	9,184.50	30.8000	7,392.00	(1,792.50)	47	.63
		01/08/09	188	21.1509	30.8000	3,976.37	30.8000	5,790.40	1,814.03	37	.63
		06/02/09	35	20.6400	30.8000	722.40	30.8000	1,078.00	355.60	7	.63
		12/23/09	45	30.3000	30.8000	1,363.50	30.8000	1,386.00	22.50	9	.63
Subtotal			1,299			44,618.67		40,009.20	(4,609.47)	255	.63
TOTAL S.A. SP ADR	TOT	02/26/09	179	48.3919	64.0400	8,662.16	64.0400	11,463.16	2,801.00	498	4.33
		03/11/09	241	47.8758	64.0400	11,538.09	64.0400	15,433.64	3,895.55	670	4.33
		03/25/09	111	53.1264	64.0400	5,897.04	64.0400	7,108.44	1,211.40	309	4.33
		06/02/09	117	59.8081	64.0400	6,997.55	64.0400	7,492.68	495.13	325	4.33
		06/05/09	19	58.8473	64.0400	1,118.10	64.0400	1,216.76	98.66	53	4.33
		12/23/09	6	64.2800	64.0400	385.68	64.0400	384.24	(1.44)	17	4.33
Subtotal			673			34,598.62		43,098.92	8,500.30	1,872	4.33
TOYOTA MOTOR CORP ADR	TM	09/03/08	95	89.5676	84.1600	8,508.93	84.1600	7,995.20	(513.73)	104	1.29
		09/09/08	95	90.5606	84.1600	8,603.26	84.1600	7,995.20	(608.06)	104	1.29
		09/17/08	59	83.7732	84.1600	4,942.62	84.1600	4,965.44	22.82	65	1.29
		02/06/09	9	69.7800	84.1600	628.02	84.1600	757.44	129.42	10	1.29
		06/05/09	3	80.3900	84.1600	241.17	84.1600	252.48	11.31	4	1.29
		12/15/09	52	83.2365	84.1600	4,328.30	84.1600	4,376.32	48.02	57	1.29
		12/23/09	5	83.5600	84.1600	417.80	84.1600	420.80	3.00	6	1.29
Subtotal			318			27,670.10		26,762.88	(907.22)	350	1.29
TRANSOCEAN LTD	RIG	07/09/09	258	68.3525	82.8000	17,634.95	82.8000	21,362.40	3,727.45		
		12/23/09	24	84.4000	82.8000	2,025.60	82.8000	1,987.20	(38.40)		
Subtotal			282			19,660.55		23,349.60	3,689.05		





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Estimated Current Yield%
TRAVELERS COS INC	TRV	02/25/08	188	47.8933	9,003.95	49.8600	9,373.68	369.73	249 2.64
		02/06/09	27	38.8485	1,048.91	49.8600	1,346.22	297.31	36 2.64
		06/02/09	25	43.0288	1,075.72	49.8600	1,246.50	170.78	33 2.64
		12/23/09	4	49.2375	196.95	49.8600	199.44	2.49	6 2.64
Subtotal			244		11,325.53		12,165.84	840.31	324 2.64
TW TELECOM INC	TWTC	05/21/09	2,248	11.2787	25,354.52	17.1500	38,553.20	13,198.68	
		06/05/09	21	12.3200	258.72	17.1500	360.15	101.43	
		12/23/09	35	16.9700	593.95	17.1500	600.25	6.30	
Subtotal			2,304		26,207.19		39,513.60	13,306.41	
TYCO INTL LTD NAMEN-AKT	TYC	10/26/09	354	34.5785	12,240.79	35.6800	12,630.72	389.93	284 2.24
		12/23/09	134	35.5100	4,758.34	35.6800	4,781.12	22.78	108 2.24
Subtotal			488		16,999.13		17,411.84	412.71	392 2.24
ULTRAPAR PARTICPAC SPADR	UGP	01/15/08	837	35.8340	29,993.07	46.9000	39,255.30	9,262.23	722 1.83
		02/06/09	21	24.6190	517.00	46.9000	984.90	467.90	19 1.83
		06/02/09	25	32.3196	807.99	46.9000	1,172.50	364.51	22 1.83
		06/05/09	7	33.3700	233.59	46.9000	328.30	94.71	7 1.83
		12/23/09	63	46.9400	2,957.22	46.9000	2,954.70	(2.52)	55 1.83
Subtotal			953		34,508.87		44,695.70	10,186.83	825 1.83
UNILEVER NV NY REG SHS	UN	06/20/08	302	29.4006	8,878.99	32.3300	9,763.66	884.67	279 2.85
		08/29/08	399	27.6605	11,036.54	32.3300	12,899.67	1,863.13	369 2.85
		12/10/08	279	23.0445	6,429.42	32.3300	9,020.07	2,590.65	258 2.85
		02/06/09	12	21.7650	261.18	32.3300	387.96	126.78	12 2.85
		02/09/09	406	21.9318	8,904.35	32.3300	13,125.98	4,221.63	375 2.85
		03/24/09	148	19.6618	2,909.95	32.3300	4,784.84	1,874.89	137 2.85
		12/23/09	53	32.5200	1,723.56	32.3300	1,713.49	(10.07)	49 2.85
Subtotal			1,599		40,143.99		51,695.67	11,551.68	1,479 2.85
UNION PACIFIC CORP	UNP	11/10/09	510	62.0502	31,645.65	63.9000	32,589.00	943.35	551 1.69



BRITTON FUND

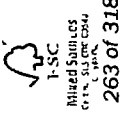
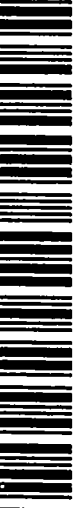
Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Annual Income	Yield %
UNITED NAT FOODS INC	UNFI	06/12/08	538	21.1199	11,362.51	26.7400	14,386.12	3,023.61		
		06/02/09	21	26.2000	550.20	26.7400	561.54	11.34		
		06/05/09	6	26.7000	160.20	26.7400	160.44	.24		
		12/23/09	14	26.6700	373.38	26.7400	374.36	98		
Subtotal			579		12,446.29		15,482.46	3,036.17		
UNITED PARCEL SVC CL B	UPS	12/18/08	268	52.9521	14,191.17	57.3700	15,375.16	1,183.99	483	3.13
		12/22/08	133	53.0348	7,053.64	57.3700	7,630.21	576.57	240	3.13
		02/06/09	59	47.2489	2,787.69	57.3700	3,384.83	597.14	107	3.13
		06/02/09	35	52.9494	1,853.23	57.3700	2,007.95	154.72	63	3.13
		06/05/09	2	52.0300	104.06	57.3700	114.74	10.68	4	3.13
Subtotal			15	58.0400	870.60	57.3700	860.55	(10.05)	27	3.13
UNITED STS STL CORP NEW	X	11/10/09	512	38.0722	26,860.39	55.1200	29,373.44	2,513.05	924	3.13
UNITED TECHS CORP COM	UTX	10/15/07	407	79.8576	15,495.39	69.4100	22,433.84	6,938.45	82	.36
		04/04/08	272	71.7000	21,721.27	69.4100	18,879.52	(2,841.75)	419	2.21
		06/27/08	224	61.8287	16,060.80	69.4100	15,547.84	(512.96)	345	2.21
		02/06/09	239	49.2246	14,777.08	69.4100	16,588.99	1,811.91	369	2.21
		12/23/09	26	69.6500	1,279.84	69.4100	1,804.66	524.82	41	2.21
Subtotal			28		1,950.20	69.4100	1,943.48	(6.72)	44	2.21
UNITEDHEALTH GROUP INC	UNH	03/11/09	789	19.1191	55,789.19	30.4800	54,764.49	(1,024.70)	1,218	2.21
		05/18/09	79	27.0427	1,510.41	30.4800	2,407.92	897.51	3	.09
		06/02/09	532	28.2360	14,386.72	30.4800	16,215.36	1,828.64	16	.09
		06/05/09	87	27.1660	2,456.54	30.4800	2,651.76	195.22	3	.09
Subtotal			38		1,032.31	30.4800	1,158.24	125.93	2	.09
Subtotal			736		19,385.98		22,433.28	3,047.30	24	.09





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
UNT D OVERSEAS BK SPN ADR	UOVEY	10/09/08	63	21.8453	1,376.26	27.9400	1,760.22	383.96	53 2.95
		10/10/08	336	20.4000	6,854.40	27.9400	9,387.84	2,533.44	278 2.95
		11/04/08	344	18.6543	6,417.08	27.9400	9,611.36	3,194.28	285 2.95
		05/01/09	145	15.6500	2,269.25	27.9400	4,051.30	1,782.05	120 2.95
		06/05/09	25	21.2500	531.25	27.9400	698.50	167.25	21 2.95
		11/05/09	10	25.2680	252.68	27.9400	279.40	26.72	9 2.95
		11/06/09	213	25.5178	5,435.31	27.9400	5,951.22	515.91	177 2.95
			1,136		23,136.23		31,739.84	8,603.61	943 2.95
Subtotal			22	32.8950	723.69	22.5100	495.22	(228.47)	5 88
US BANCORP (NEW)	USB	02/08/08	725	18.6036	13,487.61	22.5100	16,319.75	2,832.14	145 88
		05/18/09	109	18.0100	1,963.09	22.5100	2,453.59	490.50	22 88
		06/02/09	856		16,174.39		19,268.56	3,094.17	172 .88
Subtotal			229	30.7400	7,039.47	29.0300	6,647.87	(391.60)	52 77
VALE SA	VALE	01/15/08	215	31.6359	6,801.72	29.0300	6,241.45	(560.27)	49 77
		02/01/08	698	36.7709	25,666.09	29.0300	20,262.94	(5,403.15)	157 .77
		04/04/08	342	17.2600	5,902.92	29.0300	9,928.26	4,025.34	77 77
		02/06/09	1,484		45,410.20		43,080.52	(2,329.68)	335 .77
Subtotal			244	19.2400	4,694.57	27.1400	6,622.16	1,927.59	157 2.35
VALSPAR CORP COM	VAL	01/15/08	42	20.3100	853.02	27.1400	1,139.88	286.86	27 2.35
		10/07/08	2	23.4600	46.92	27.1400	54.28	7.36	2 2.35
		06/05/09	288		5,594.51		7,816.32	2,221.81	186 2.35
Subtotal			802	42.3788	33,987.80	33.1300	26,570.26	(7,417.54)	1,524 5.73
VERIZON COMMUNICATNS COM	VZ	01/15/08	300	36.9627	11,088.82	33.1300	9,939.00	(1,149.82)	570 5.73
		02/08/08	76	32.1098	2,440.35	33.1300	2,517.88	77.53	145 5.73
		02/06/09	158	29.4793	4,657.73	33.1300	5,234.54	576.81	301 5.73
		06/02/09	1,336		52,174.70		44,261.68	(7,913.02)	2,540 5.73
Subtotal			465	33.4803	15,568.35	42.8500	19,925.25	4,356.90	
VERTEX PHARMCTLS INC	VRTX	02/19/09	23	30.4600	700.58	42.8500	985.55	284.97	
		06/05/09	18	42.7000	768.60	42.8500	771.50	2.70	
		12/23/09	506		17,037.53		21,682.10	4,644.57	

BRITTON FUND

Account Number: 617-04A53

24-Hour Assistance: (800) MERRILL
Access Code: 91-617-04253

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit		Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income	Yield%
				Cost Basis	Market Price						
VODAFONE GROU PLC SP ADR	VOD	01/15/08	1,079	35	6356	38,450.82	23.0900	24,914.11	(13,536.71)	1,393	5.59
		02/25/08	780	32	5500	25,389.00	23.0900	18,010.20	(7,378.80)	1,007	5.59
		06/16/08	435	29	5500	12,854.25	23.0900	10,044.15	(2,810.10)	562	5.59
		06/02/09	195	19	6696	3,835.59	23.0900	4,502.55	666.96	252	5.59
		06/05/09	96	18	1483	1,742.24	23.0900	2,216.64	474.40	124	5.59
		07/02/09	149	19	0591	2,839.82	23.0900	3,440.41	600.59	193	5.59
		12/23/09	59	22	8700	1,349.33	23.0900	1,362.31	12.98	77	5.59
Subtotal			2,793			86,461.05		64,490.37	(21,970.68)	3,608	5.59
VORNADO REALTY TRUST COM REIT	VNO	10/19/09	280	62	8391	17,594.95	69.9400	19,583.20	1,988.25	729	3.71
		12/15/09	1	68	7700	68.77	69.9400	69.94	1.17	3	3.71
		12/23/09	6	71	3500	428.10	69.9400	419.64	(8.46)	16	3.71
Subtotal			287			18,091.82		20,072.78	1,980.96	748	3.71
WAL-MART STORES INC	WMT	11/26/97	19	19	9689	379.41	53.4500	1,015.55	636.14	21	2.03
		02/25/08	334	50	1303	16,743.53	53.4500	17,852.30	1,108.77	365	2.03
		02/06/09	23	49	9100	1,147.93	53.4500	1,229.35	81.42	26	2.03
		06/02/09	39	50	3069	1,961.97	53.4500	2,084.55	122.58	43	2.03
		06/05/09	6	50	9200	305.52	53.4500	320.70	15.18	7	2.03
Subtotal			421			20,538.36		22,502.45	1,964.09	462	2.03
WASTE MANAGEMENT INC NEW	WM	10/07/08	345	30	7206	10,598.61	33.8100	11,664.45	1,065.84	401	3.42
		02/06/09	297	29	6594	8,808.87	33.8100	10,041.57	1,232.70	345	3.42
		03/11/09	90	23	3835	2,104.52	33.8100	3,042.90	938.38	105	3.42
		04/23/09	337	26	4613	8,917.46	33.8100	11,393.97	2,476.51	391	3.42
		06/02/09	20	28	9455	578.91	33.8100	676.20	97.29	24	3.42
		06/05/09	51	28	7400	1,465.74	33.8100	1,724.31	258.57	60	3.42
Subtotal			1,140			32,474.11		38,543.40	6,069.29	1,326	3.42
WELLS FARGO & CO NEW DEL	WFC	12/18/08	88	29	7677	2,619.56	26.9900	2,375.12	(244.44)	18	.74
		01/14/09	634	23	4261	14,852.21	26.9900	17,111.66	2,259.45	127	.74
		02/06/09	71	18	9373	1,344.55	26.9900	1,916.29	571.74	15	.74
		04/01/09	513	14	4608	7,418.44	26.9900	13,845.87	6,427.43	103	.74
		04/16/09	353	19	3379	6,826.28	26.9900	9,527.47	2,701.19	71	.74





BRITTON FUND

Account Number: 617-04A53

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
WELLS FARGO & CO NEW DEL	WFC	04/30/09	473	20.2657	9,585.72	26.9900	12,766.27	3,180.55	95	7.4
		06/02/09	132	24.4300	3,224.76	26.9900	3,562.68	337.92	27	7.4
		06/05/09	59	25.4772	1,503.16	26.9900	1,592.41	89.25	12	7.4
		12/23/09	26	26.8396	697.83	26.9900	701.74	3.91	6	7.4
Subtotal			2,349		48,072.51		63,399.51	15,327.00	474	7.4
WHITING PETROLEUM CORP	WLL	01/15/08	206	57.2700	11,797.63	71.4500	14,718.70	2,921.07		
		06/05/09	3	45.0000	135.00	71.4500	214.35	79.35		
Subtotal			209		11,932.63		14,933.05	3,000.42		
WILLIS GROUP HLDINGS LTD	WSH	01/15/08	424	36.4900	15,471.76	26.3800	11,185.12	(4,286.64)	441	3.94
		12/17/08	360	24.7181	8,898.55	26.3800	9,496.80	598.25	375	3.94
		02/06/09	7	23.0300	161.21	26.3800	184.66	23.45	8	3.94
		02/19/09	225	23.4604	5,278.59	26.3800	5,935.50	656.91	234	3.94
		06/05/09	32	27.4300	877.76	26.3800	844.16	(33.60)	34	3.94
		12/23/09	36	26.5700	956.52	26.3800	949.68	(6.84)	38	3.94
Subtotal			1,084		31,644.39		28,595.92	(3,048.47)	1,130	3.94
XILINX INC	XLNX	01/15/08	313	19.0900	5,975.17	25.0600	7,843.78	1,868.61	201	2.55
		10/07/08	44	21.7288	956.07	25.0600	1,102.64	146.57	29	2.55
		06/02/09	36	21.0186	756.67	25.0600	902.16	145.49	24	2.55
		06/05/09	8	20.9087	167.27	25.0600	200.48	33.21	6	2.55
Subtotal			401		7,855.18		10,049.06	2,193.88	260	2.55
XTO ENERGY INC	XTO	01/15/08	65	54.2612	3,526.98	46.5300	3,024.45	(502.53)	33	1.07
		02/25/08	124	59.0600	7,323.44	46.5300	5,769.72	(1,553.72)	62	1.07
		02/06/09	112	39.2291	4,393.67	46.5300	5,211.36	817.69	56	1.07
		07/09/09	430	34.8513	14,986.06	46.5300	20,007.90	5,021.84	215	1.07
		12/23/09	58	47.0400	2,728.32	46.5300	2,698.74	(29.58)	29	1.07
Subtotal			789		32,958.47		36,712.17	3,753.70	395	1.07
YAHOO INC	YHOO	12/16/09	631	15.7881	9,962.35	16.7800	10,588.18	625.83		
		12/18/09	469	15.9302	7,471.31	16.7800	7,869.82	398.51		
Subtotal			1,100		17,433.66		18,458.00	1,024.34		



Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

December 01, 2009 - December 31, 2009

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	98,520	89,086	.25	18.56	97,693
Bank of America RI, N.A.	74,277	98,728	.25	20.56	180,737
TOTAL ML Bank Deposit Program	172,797			39.12	278,430

ITEMS FOR ATTENTION

Security	Message	Date	Security	Message	Date
CAPITAL ONE FINL	Opinion Upgraded				

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS	Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH		1,017.43	1,017.43		1,017.43		
ML BANK DEPOSIT PROGRAM		278,430.00	278,430.00	1.0000	278,430.00	696	.25
TOTAL		279,447.43	279,447.43		279,447.43	696	.25

GOVERNMENT AND AGENCY SECURITIES	Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Estimated Current Yield%
Δ FEDERAL NATL MTG ASSOC	NOTES 04.750% MAR 12 2010	03/30/07	100,000	100,022.35	100.9060	100,906.00	883.65	1,438.19	4,750	4.70
	CUSIP: 31359M5Z2									
	ORIGINAL UNIT/TOTAL COST: 100.3517/100.351.72									
U.S. TREASURY NOTE	3.875% SEPT 15 2010	01/04/06	200,000	198,018.44	102.4260	204,852.00	6,833.56	2,290.74	7,750	3.78
	CUSIP: 912828EG1									
FEDERAL NATL MTG ASSOC	NOTES 04.750% DEC 15 2010	02/02/07	150,000	149,478.75	103.9380	155,907.00	6,428.25	316.67	7,125	4.57
	CUSIP: 31359MZLO									



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TOTAL MERRILL*

Account Number: 617-04074

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Description	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Accrued Interest	Estimated Annual Interest	Estimated Current Yield%
FEDERAL NATL MTG ASSOC NOTES 04.500% FEB 15 2011 CUSIP: 31359MF40	09/12/06	175,000	172,723.90	104.3440	182,602.00	9,878.10	2,975.00	7,875	4.31
FEDERAL HOME LOAN BANK BONDS 04.625% FEB 18 2011 CUSIP: 3133XECU1	03/02/06	100,000	99,302.19	104.4060	104,406.00	5,103.81	1,708.68	4,625	4.42
Δ FEDERAL HOME LOAN BANK BONDS 05.375% AUG 19 2011 CUSIP: 3133XGDD3	06/18/07	75,000	75,222.23	106.7500	80,062.50	4,840.27	1,478.12	4,032	5.03
ORIGINAL UNIT/TOTAL COST: 100.7228/75,542.11									
Δ FEDERAL HOME LOAN BANK BONDS SR WI 04.875% NOV 18 2011 CUSIP: 3133XHPH9	12/06/06	125,000	125,889.55	106.8130	133,516.25	7,626.70	727.86	6,094	4.56
ORIGINAL UNIT/TOTAL COST: 101.7590/127,198.75									
Δ U.S. TREASURY NOTE 4.875% FEB 15 2012 CUSIP: 912827710	02/15/07	100,000	100,873.19	107.6020	107,602.00	6,728.81	1,828.13	4,875	4.53
ORIGINAL UNIT/TOTAL COST: 101.9310/101,931.09									
Δ FEDERAL HOME LOAN BANK BONDS 05.375% JUN 08 2012 CUSIP: 3133XIEA7	06/19/07	75,000	75,193.03	108.0310	81,023.25	5,830.22	257.55	4,032	4.97
ORIGINAL UNIT/TOTAL COST: 100.4950/75,371.25									
U.S. TREASURY NOTE 3.875% FEB 15 2013 CUSIP: 912828AU4	08/23/05	200,000	199,432.50	106.5000	213,000.00	13,567.50	2,906.25	7,750	3.63
Δ U.S. TRSY INFLATION NOTE 2.00% JUL 15 2014 CUSIP: 912828CP3	08/05/05	225,000	260,438.06	105.9380	273,354.20	12,916.14	2,066.58	5,161	1.88
ORIGINAL UNIT/TOTAL COST: 105.1612/236,612.86									



Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

THE BRITTON FUND

December 01, 2009 - December 31, 2009

YOUR EMA ASSETS

GOVERNMENT AND AGENCY SECURITIES ¹ (continued)	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ U.S. TREASURY BOND	03/18/05	300,000	344,939.63	123.7890	371,367.00	26,427.37	2,763.81	21,750	5.85
7.250% MAY 15 2016	07.250% MAY 15 2016								
CUSIP: 912810DW5									
ORIGINAL UNIT/TOTAL COST:	123.7343/371,203.14								
TOTAL		1,825,000	1,901,533.82		2,008,598.20	107,064.38	20,757.58	85,819	4.27
CORPORATE BONDS	Acquired	Quantity	Adjusted/Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
Δ WELLS FARGO COMPANY	07/21/09	50,000	51,020.04	103.8680	51,934.00	913.96	911.46	2,188	4.21
GLB 04.375% JAN 31 2013									
MOODY'S: A1 S&P: AA- CUSIP: 949746NY3									
ORIGINAL UNIT/TOTAL COST:	102.3110/51,155.50								
Δ CONOCOPHILLIPS	07/21/09	50,000	53,001.20	106.1990	53,099.50	98.30	1,405.56	2,300	4.33
COMPANY GUARNT 04.600% JAN 15 2015									
MOODY'S: A1 S&P: A CUSIP: 20825CAT1									
ORIGINAL UNIT/TOTAL COST:	106.4770/53,238.50								
Δ DELL INC	07/21/09	50,000	51,377.29	105.8240	52,912.00	1,534.71	130.56	2,938	5.55
GLB 05.875% JUN 15 2019									
MOODY'S: A2 S&P: A- CUSIP: 24702RAJ0									
ORIGINAL UNIT/TOTAL COST:	102.8520/51,426.00								
BRISTOL MEYERS SQUIBB	05/27/93	10,000	9,850.00	118.7940	11,879.40	2,029.40	31.78	715	6.01
07.150% JUN 15 2023									
MOODY'S: A2 S&P: A+ CUSIP: 110122AA6									
TOTAL		160,000	165,248.53		169,824.90	4,576.37	2,479.36	8,141	4.79

PLEASE REFER TO NOTES BELOW FOR INFORMATION REGARDING CREDIT RATINGS.



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THE BRITTON FUND

Account Number: 617-04074

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Yield%
ABB LTD SPON ADR	ABB	10/09/07	3,150	27.4500	86,467.50	19.1000	60,165.00	(26,302.50)	
		10/15/07	162	28.1300	4,557.06	19.1000	3,094.20	(1,462.86)	
Subtotal			3,312		91,024.56		63,259.20	(27,765.36)	
ADIDAS AG SPONSORED ADR	ADDYY	12/20/07	400	35.4600	14,184.00	27.1500	10,860.00	(3,324.00)	92
AGCO CORP COM	AGCO	08/28/09	690	32.0298	22,100.63	32.3400	22,314.60	213.97	
		11/19/09	240	30.3974	7,295.38	32.3400	7,761.60	466.22	
Subtotal			930		29,399.01		30,076.20	680.19	
AMERICA MOVIL SAB DE CV ADR	AMX	02/01/06	935	34.3400	32,107.91	46.9800	43,926.30	11,818.39	424
		06/06/06	475	32.4399	15,408.99	46.9800	22,315.50	6,906.51	216
Subtotal			1,410		47,516.90		66,241.80	18,724.90	640
AMPHENOL CORP CL A NEW	APH	05/27/08	420	45.8389	19,252.34	46.1800	19,395.60	143.26	26
		12/11/09	180	44.5798	8,024.38	46.1800	8,312.40	288.02	11
Subtotal			600		27,276.72		27,708.00	431.28	37
ANALOG DEVICES INC COM	ADI	05/27/08	1,290	34.5400	44,556.60	31.5800	40,738.20	(3,818.40)	1,032
		03/09/09	450	18.6373	8,386.79	31.5800	14,211.00	5,824.21	360
Subtotal			1,740		52,943.39		54,949.20	2,005.81	1,392
ASML HLDG N.V NEW YORK REGISTRY SHAR	ASML	12/20/07	750	32.3999	24,299.93	34.0900	25,567.50	1,267.57	418
		10/20/09	180	30.1792	5,432.27	34.0900	6,136.20	703.93	101
Subtotal			930		29,732.20		31,703.70	1,971.50	519
AXA -SPONS ADR	AXA	12/20/07	550	38.0702	20,938.65	23.6800	13,024.00	(7,914.65)	252
BAYER AG SP ADR	BAYRY	11/11/08	270	52.3500	14,134.50	79.8000	21,546.00	7,411.50	371
BHP BILLITON LTD ADR	BHP	12/20/07	175	69.0200	12,078.50	76.5800	13,401.50	1,323.00	288
↑ CAPITAL ONE FINL	COF	08/14/09	430	35.0790	15,083.97	38.3400	16,486.20	1,402.23	86
		08/25/09	530	36.8895	19,551.44	38.3400	20,320.20	768.76	106
Subtotal			960		34,635.41		36,806.40	2,170.99	192
CARDINAL HEALTH INC OHIO	CAH	10/08/09	850	27.5981	23,458.39	32.2400	27,404.00	3,945.61	595
		11/19/09	560	32.0833	17,966.70	32.2400	18,054.40	87.70	392
Subtotal			1,410		41,425.09		45,458.40	4,033.31	987
CATERPILLAR INC DEL	CAT	11/24/08	320	36.8403	11,788.90	56.9900	18,236.80	6,447.90	538
		08/25/09	130	48.9673	6,365.75	56.9900	7,408.70	1,042.95	219
Subtotal			450		18,154.65		25,645.50	7,490.85	757

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THE BRITTON FUND

Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
CATHAY PAC AIR NEW SPADR	CPCAY	12/20/07	800	13.0600	10,448.00	9.3500	7,480.00	(2,968.00)	
CGG VERITAS	CGV	11/19/09	910	22.0566	20,071.51	21.2500	19,337.50	(734.01)	
CHECK POINT SOFTWARE TECH	CHKP	04/17/09	610	24.7699	15,109.64	33.8800	20,666.80	5,557.16	
		10/20/09	310	30.5505	9,470.66	33.8800	10,502.80	1,032.14	
Subtotal			920		24,580.30		31,169.60	6,589.30	
CHEVRON CORP	CVX	06/27/08	60	99.2800	5,956.80	76.9900	4,619.40	(1,337.40)	164 3.53
		10/06/08	230	76.1302	17,509.95	76.9900	17,707.70	197.75	626 3.53
Subtotal			290		23,466.75		22,327.10	(1,139.65)	790 3.53
CISCO SYSTEMS INC COM	CSCO	10/31/06	600	24.2500	14,550.01	23.9400	14,364.00	(186.01)	
		11/06/06	700	24.8200	17,374.00	23.9400	16,758.00	(616.00)	
		11/13/06	1,100	26.9000	29,590.00	23.9400	26,334.00	(3,256.00)	
		11/14/06	175	26.7599	4,682.99	23.9400	4,189.50	(493.49)	
Subtotal			2,575		66,197.00		61,645.50	(4,551.50)	
CITIC PACIFIC LTD SP ADR	CTPCY	12/20/07	350	28.2100	9,873.50	13.3500	4,672.50	(5,201.00)	30 .62
COMP DE BEBIDAS SPN ADR	ABV	12/20/07	200	72.3774	14,475.49	101.0900	20,218.00	5,742.51	362 1.79
CONOCOPHILLIPS	COP	05/27/08	400	90.8000	36,320.00	51.0700	20,428.00	(15,892.00)	800 3.91
CORN PRODS INTL INC	CPO	05/28/09	650	25.4239	16,525.55	29.2300	18,999.50	2,473.95	364 1.91
		11/10/09	260	29.3981	7,643.53	29.2300	7,599.80	(43.73)	146 1.91
Subtotal			910		24,169.08		26,599.30	2,430.22	510 1.91
COSTCO WHOLESale CRP DEL	COST	08/07/09	410	49.8599	20,442.56	59.1700	24,259.70	3,817.14	296 1.21
CREDICORP LTD COM PV \$5	BAP	12/20/07	225	74.9088	16,854.50	77.0200	17,329.50	475.00	338 1.94
CVS CAREMARK CORP	CVS	05/27/08	160	42.2100	6,753.61	32.2100	5,153.60	(1,600.01)	49 .94
		08/07/09	350	34.8580	12,200.30	32.2100	11,273.50	(926.80)	107 .94
Subtotal			510		18,953.91		16,427.10	(2,526.81)	156 94
DU PONT E I DE NEMOURS	DD	05/27/08	350	47.4411	16,604.39	33.6700	11,784.50	(4,819.89)	574 4.87
		06/18/08	250	47.1390	11,784.75	33.6700	8,417.50	(3,367.25)	410 4.87
		08/13/09	160	33.7080	5,393.28	33.6700	5,387.20	(6.08)	263 4.87
Subtotal			760		33,782.42		25,589.20	(8,193.22)	1,247 4.87
E M C CORPORATION MASS	EMC	05/27/08	2,280	17.2265	39,276.62	17.4700	39,831.60	554.98	
		07/11/08	1,420	13.1300	18,644.60	17.4700	24,807.40	6,162.80	
Subtotal			3,700		57,921.22		64,639.00	6,717.78	





THE BRITTON FUND

Account Number: 617-04074

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
E ON AG ADR	EONGY	11/25/09	510	41.8200	21,328.20	41.7500	21,292.50	(35.70)	753	3.53
EDISON INTL CALIF	EIX	03/19/09	310	29.4110	9,117.42	34.7800	10,781.80	1,664.38	391	3.62
ENCANA CORP	ECA	07/10/08	240	42.7568	10,261.64	32.3900	7,773.60	(2,488.04)	192	2.46
		06/08/09	100	28.2193	2,821.93	32.3900	3,239.00	417.07	80	2.46
		12/18/09	890	31.2360	27,800.04	32.3900	28,827.10	1,027.06	712	2.46
Subtotal			1,230	40,883.61			39,839.70	(1,043.91)	984	2.46
ENI S P A SPONSORED ADR	E	12/20/07	200	71.8000	14,360.00	50.6100	10,122.00	(4,238.00)	475	4.68
ERICSSON LM TEL CL B ADR	ERIC	06/18/09	1,230	9.7500	11,992.50	9.1900	11,303.70	(688.80)	197	1.74
SEK 10 NEW		10/01/09	1,500	10.1199	15,179.85	9.1900	13,785.00	(1,394.85)	240	1.74
Subtotal			2,730	27,172.35			25,088.70	(2,083.65)	437	1.74
EXXON MOBIL CORP COM	XOM	12/05/08	170	74.6665	12,693.31	68.1900	11,592.30	(1,101.01)	286	2.46
FMC CORP COM NEW	FMC	09/21/09	220	58.0394	12,768.67	55.7600	12,267.20	(501.47)	110	.89
FOREST LABS INC	FRX	03/16/09	910	21.4395	19,509.95	32.1100	29,220.10	9,710.15	168	.74
FREEPRT-MCMRAN CPR & GLD	FCX	04/30/09	280	43.5995	12,207.87	80.2900	22,481.20	10,273.33	90	.74
		07/06/09	150	47.4700	7,120.50	80.2900	12,043.50	4,923.00	258	.74
Subtotal			430	19,328.37			34,524.70	15,196.33	411	2.27
FRESENIUS MEDICAL CARE AG & CO SPON ADR	FMS	07/14/08	340	58.1274	19,763.32	53.0100	18,023.40	(1,739.92)	81	1.90
GAM HOLDING LTD ADRS	GMHLY	09/25/09	1,740	10.4100	18,113.40	2.4200	4,210.80	(13,902.60)	248	1.90
		11/13/09	5,380	2.5800	13,880.40	2.4200	13,019.60	(860.80)	329	1.90
Subtotal			7,120	31,993.80			17,230.40	(14,763.40)	301	2.64
GENERAL ELECTRIC	GE	05/27/08	750	30.6750	23,006.25	15.1300	11,347.50	(11,658.75)	425	2.64
		08/25/09	1,060	14.6105	15,487.13	15.1300	16,037.80	550.67	268	2.64
		11/19/09	670	16.0498	10,753.43	15.1300	10,137.10	(616.33)	994	2.64
Subtotal			2,480	49,246.81			37,522.40	(11,724.41)	994	2.64
GILEAD SCIENCES INC COM	GILD	08/07/09	220	47.0899	10,359.78	43.2700	9,519.40	(840.38)	252	.82
		11/12/09	180	47.9198	8,625.58	43.2700	7,788.60	(836.98)		
Subtotal			400	18,985.36			17,308.00	(1,677.36)		
GOLDMAN SACHS GROUP INC	GS	08/25/09	180	165.9380	29,868.84	168.8400	30,391.20	522.36		



THE BRITTON FUND

Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income	Yield%
HEWLETT PACKARD CO DEL	HPQ	08/10/09	530	44.1795	23,415.14	51.5100	27,300.30	3,885.16	170	.62
		09/10/09	250	46.7680	11,692.00	51.5100	12,877.50	1,185.50	80	.62
		11/20/09	280	50.9995	14,279.86	51.5100	14,422.80	142.94	90	.62
<i>Subtotal</i>			1,060		49,387.00		54,600.60	5,213.60	340	.62
HOME DEPOT INC	HD	06/06/08	1,030	27.8710	28,707.13	28.9300	29,797.90	1,090.77	928	3.11
		08/29/08	210	27.8500	5,848.50	28.9300	6,075.30	226.80	189	3.11
		12/10/08	300	24.6688	7,400.64	28.9300	8,679.00	1,278.36	270	3.11
<i>Subtotal</i>			1,540		41,956.27		44,552.20	2,595.93	1,387	3.11
HONEYWELL INTL INC DEL	HON	05/27/08	400	59.4500	23,780.00	39.2000	15,680.00	(8,100.00)	484	3.08
		02/25/09	130	29.5980	3,847.75	39.2000	5,096.00	1,248.25	158	3.08
		05/07/09	210	33.8860	7,116.06	39.2000	8,232.00	1,115.94	255	3.08
		11/19/09	190	38.9787	7,405.97	39.2000	7,448.00	42.03	230	3.08
<i>Subtotal</i>			930		42,149.78		36,456.00	(5,693.78)	1,127	3.08
HUMANA INC	HUM	05/18/09	380	32.0090	12,163.42	43.8900	16,678.20	4,514.78		
		11/04/09	590	39.6060	23,367.54	43.8900	25,895.10	2,527.56		
<i>Subtotal</i>			970		35,530.96		42,573.30	7,042.34		
HUTCHISN WHAMPOA ADR	HUWHY	12/20/07	250	56.7100	14,177.50	34.4000	8,600.00	(5,577.50)	269	3.12
		02/11/09	290	26.0400	7,551.60	34.4000	9,976.00	2,424.40	312	3.12
<i>Subtotal</i>			540		21,729.10		18,576.00	(3,153.10)	581	3.12
INVESCO LTD	NZ	12/20/07	1,000	29.9750	29,975.00	23.4900	23,490.00	(6,485.00)	410	1.74
		11/09/09	930	23.6940	22,035.42	23.4900	21,845.70	(189.72)	382	1.74
<i>Subtotal</i>			1,930		52,010.42		45,335.70	(6,674.72)	792	1.74
JOHNSON AND JOHNSON COM	JNJ	05/27/08	270	65.6475	17,724.83	64.4100	17,390.70	(334.13)	530	3.04
		07/17/08	110	68.7307	7,560.38	64.4100	7,085.10	(475.28)	216	3.04
<i>Subtotal</i>			380		25,285.21		24,475.80	(809.41)	746	3.04
JPMORGAN CHASE & CO	JPM	07/11/08	410	33.0725	13,559.73	41.6700	17,084.70	3,524.97	83	.48
		09/18/08	410	41.1045	16,852.85	41.6700	17,084.70	231.85	83	.48
		04/16/09	350	33.5174	11,731.09	41.6700	14,584.50	2,853.41	71	.48
<i>Subtotal</i>			1,170		42,143.67		48,753.90	6,610.23	237	.48
KEPPEL LTD SPONS ADR	KPELY	12/20/07	750	17.1100	12,832.50	11.7600	8,820.00	(4,012.50)	370	4.19



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THE BRITTON FUND

Account Number: 617-04074

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
KÖHLS CORP WISC PV 1CT	KSS	05/13/09	320	43.2226	13,831.26	53.9300	17,257.60	3,426.34	
		06/18/09	140	44.2784	6,198.98	53.9300	7,550.20	1,351.22	
			460		20,030.24		24,807.80	4,777.56	
<i>Subtotal</i>					21,618.67	75.3500	15,070.00	(6,548.67)	504 3.34
LOCKHEED MARTIN CORP	LMT	05/27/08	200	108.0933	21,618.67	50.5800	12,645.00	2,402.52	
MAGNA INTL INC CL A VTG	MGA	06/19/09	250	40.9699	10,242.48	31.2200	15,610.00	(10,030.00)	481 3.07
MARATHON OIL CORP	MRO	05/27/08	500	51.2800	25,640.00	43.9800	30,786.00	(4,553.12)	574 1.86
MEDTRONIC INC COM	MDT	05/27/08	700	50.4844	35,339.12	36.5400	16,625.70	7,668.79	692 4.15
MERCK AND CO INC SHS	MRK	02/05/09	455	19.6855	8,956.91	30.4800	5,334.00	(798.01)	91 1.70
MICROSOFT CORP	MSFT	11/08/07	175	35.0400	6,132.01	30.4800	14,478.00	(1,496.25)	247 1.70
		11/12/07	475	33.6300	15,974.25	30.4800	13,624.56	(1,452.74)	233 1.70
		11/13/07	447	33.7299	15,077.30	30.4800	12,192.00	2,665.20	208 1.70
		06/17/09	400	23.8170	9,526.80	30.4800	17,373.60	3,692.92	297 1.70
		07/29/09	570	24.0011	13,680.68	30.4800	63,002.16	2,611.12	1,076 1.70
<i>Subtotal</i>			2,067		60,391.04	49.7600	14,928.00	(1,299.00)	187 1.25
MITSUBISHI CP SPNSRD ADR	MSBHY	12/20/07	300	54.0900	16,227.00	49.7600	16,420.80	2,547.60	206 1.25
		06/12/09	330	42.0400	13,873.20	49.7600	31,348.80	1,248.60	393 1.25
<i>Subtotal</i>			630		30,100.20	29.6000	24,272.00	5,462.76	165 67
MORGAN STANLEY	MS	02/11/09	820	22.9380	18,809.24	44.0900	18,076.90	5,195.07	
NATIONAL-OILWELL VARCO /INC	NOV	04/29/09	410	31.4190	12,881.83	44.0900	23,808.60	7,550.28	
		07/07/09	540	30.1080	16,258.32	44.0900	11,904.30	43.47	
		10/27/09	270	43.9290	11,860.83	44.0900	53,789.80	12,788.82	
<i>Subtotal</i>			1,220		41,000.98	48.3500	20,307.00	1,312.08	338 1.66
NESTLE S A REP RG SH ADR	NSRGY	08/20/08	420	45.2260	18,994.92	47.3100	7,569.60	1,172.96	64 .84
NEWMONT MINING CORP	NEM	07/06/09	160	39.9790	6,396.64	40.4000	16,160.00	3,392.00	34 20
NIPPON STEEL CP UNSP ADR	NISTY	02/05/09	400	31.9200	12,768.00	40.4000	3,636.00	(75.60)	8 .20
		06/12/09	90	41.2400	3,711.60	40.4000	19,796.00	3,316.40	42 .20
<i>Subtotal</i>			490		16,479.60	17.6300	24,505.70	3,836.40	
NISSAN MTR LTD SPN ADR	NSANY	08/25/09	1,390	14.8700	20,669.30	45.2100	6,781.50	2,059.57	42 .61
PEABODY ENERGY CORP COM	BTU	05/22/09	150	31.4795	4,721.93	45.2100	22,152.90	6,404.45	138 61
		07/15/09	490	32.1396	15,748.45	45.2100	28,934.40	8,464.02	180 61
<i>Subtotal</i>			640		20,470.38				

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THE BRITTON FUND

Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated/Current Income Yield%
QUESTAR CORP NPV	STR	07/23/09	590	34.3470	20,264.74	41.5700	24,526.30	4,261.56	307 1.25
ROLLS ROYCE GRP SPN ADR	RYCEY	06/12/09	790	28.5100	22,522.90	39.0100	30,817.90	8,295.00	
ROYAL DUTCH SHELL PLC SPONS ADR A	RDSA	02/10/09	230	49.8656	11,469.09	60.1100	13,825.30	2,356.21	657 4.75
SCHLUMBERGER LTD	SLB	01/25/07	35	62.8502	2,199.76	65.0900	2,278.15	78.39	30 1.29
		03/27/07	400	69.3000	27,720.00	65.0900	26,036.00	(1,684.00)	336 1.29
		04/18/07	65	75.5300	4,909.45	65.0900	4,230.85	(678.60)	55 1.29
Subtotal			500		34,829.21		32,545.00	(2,284.21)	421 1.29
SOCIETE GENERAL SPN ADR	SCGLY	08/25/09	1,250	15.1655	18,956.91	14.0500	17,562.50	(1,394.41)	359 2.04
STARBUCKS CORP	SBUX	06/06/08	1,300	18.3300	23,829.00	23.0600	29,978.00	6,149.00	
		08/29/08	450	15.8900	7,150.50	23.0600	10,377.00	3,226.50	
Subtotal			1,750		30,979.50		40,355.00	9,375.50	
SYMANTEC CORP COM	SYMC	09/12/08	620	20.9800	13,007.60	17.8900	11,091.80	(1,915.80)	
		10/30/08	1,100	12.8287	14,111.57	17.8900	19,679.00	5,567.43	
		03/09/09	720	12.9700	9,338.40	17.8900	12,880.80	3,542.40	
		12/11/09	360	18.0173	6,486.23	17.8900	6,440.40	(45.83)	
Subtotal			2,800		42,943.80		50,092.00	7,148.20	
SYSCO CORPORATION	SY	09/11/08	10	34.9530	349.53	27.9400	279.40	(70.13)	10 3.57
		11/14/08	570	23.7400	13,531.80	27.9400	15,925.80	2,394.00	570 3.57
		11/10/09	260	27.8495	7,240.87	27.9400	7,264.40	23.53	260 3.57
Subtotal			840		21,122.20		23,469.60	2,347.40	840 3.57
TARGET CORP COM	TGT	09/04/08	350	56.4900	19,771.50	48.3700	16,929.50	(2,842.00)	238 1.40
TERRA INDUSTRIES INC COM	TRA	09/21/09	210	36.4296	7,650.22	32.1900	6,759.90	(890.32)	84 1.24
TEVA PHARMACTCL INDS ADR	TEVA	10/17/07	1,125	45.5340	51,225.75	56.1800	63,202.50	11,976.75	543 .85
		10/18/07	750	45.4900	34,117.50	56.1800	42,135.00	8,017.50	362 .85
		10/19/07	185	44.5900	8,249.15	56.1800	10,393.30	2,144.15	90 .85
Subtotal			2,060		93,592.40		115,730.80	22,138.40	995 .85
UNITED TECHS CORP COM	UTX	08/15/07	220	71.7828	15,792.23	69.4100	15,270.20	(522.03)	339 2.21
		05/07/09	200	52.6530	10,530.60	69.4100	13,882.00	3,351.40	308 2.21
Subtotal			420		26,322.83		29,152.20	2,829.37	647 2.21
VALE SA	VALE	12/20/07	450	33.1586	14,921.37	29.0300	13,063.50	(1,857.87)	101 .77

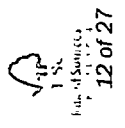
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State of South Carolina
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Account Number: 617-04074

THE BRITTON FUND

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss) Annual	Estimated Current Income Yield%
VALMONT INDUSTRIES	VMI	08/27/09	180	87.2320	15,701.76	78.4500	14,121.00	(1,580.76)	108 .76
VODAFONE GROU PLC SP ADR	VOD	12/20/07	580	37.2400	21,599.20	23.0900	13,392.20	(8,207.00)	749 5.59
WAL-MART DE MEX SPNADR V SA DE CV	WMMVY	08/20/08	340	39.5610	13,450.74	44.9500	15,283.00	1,832.26	149 .96
WAL-MART STORES INC	WMT	05/27/08	40	56.6957	2,267.83	53.4500	2,138.00	(129.83)	44 2.03
		07/17/08	260	58.6900	15,259.40	53.4500	13,897.00	(1,362.40)	284 2.03
Subtotal			300		17,527.23		16,035.00	(1,492.23)	328 2.03
WELLPOINT INC	WLP	12/23/09	500	60.9999	30,499.95	58.2900	29,145.00	(1,354.95)	55 1.07
XTO ENERGY INC	XTO	05/27/08	110	63.3743	6,971.18	46.5300	5,118.30	(1,852.88)	145 1.07
		01/06/09	290	40.5792	11,767.97	46.5300	13,493.70	1,725.73	200 1.07
Subtotal			400		18,739.15		18,612.00	(127.15)	328 1.07
TOTAL					2,299,046.16		2,352,637.46	53,591.30	32,008 1.36

RESEARCH RATINGS

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*	Jaywalk Consensus Rating SELL HOLD BUY
ABB LTD SPON ADR	ABB	B-18	Hold-Morningstar	Buy -Standard & Poor's	1.58
AXA -SPONS ADR	AXA	N/A	Hold-Morningstar	Hold -Standard & Poor's	1.93
AMPHENOL CORP CL A NEW	APH	C-17	Hold-Morningstar	Buy -Standard & Poor's	1.48
AMERICA MOVIL SAB DE CV	AMX	B-17	Hold-Morningstar	Hold -Standard & Poor's	1.44
AGCO CORP COM	AGCO	C-19	Hold-Morningstar	Buy -Standard & Poor's	1.95
ASML HLDG N V. NEW YORK	ASML	B-28	Sell-Morningstar	Hold -Standard & Poor's	2.16
ANALOG DEVICES INC COM	ADI	C-17	Buy-Morningstar	Hold -Standard & Poor's	1.87
BAYER AG SP ADR	BAYRY	B-17	Hold-Morningstar	No Coverage	1.53
BHP BILLITON LTD ADR	BHP	B-27	Hold-Morningstar	No Coverage	2.00
CARDINAL HEALTH INC OHIO	CAH	B-17	Hold-Morningstar	Hold -Standard & Poor's	1.67
CAPITAL ONE FINL	COF	B-28	Buy-Morningstar	Hold -Standard & Poor's	1.86
CGG VERITAS	CGV	C-19	Hold-Morningstar	No Coverage	1.67
CREDICORP LTD COM PV \$5	BAP	C-17	Hold-Morningstar	No Coverage	1.69

THE BRITTON FUND

Account Number: 617-04074

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

RESEARCH RATINGS (continued)

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*		Jaywalk Consensus Rating	
				Buy	Standard & Poor's	SELL	HOLD
XTO ENERGY INC	XTO	N/A	Buy	Standard & Poor's			1.43
WAL-MART STORES INC	WMT	A-1-7	Buy	Standard & Poor's			1.48
WELLPOINT INC	WLP	A-1-9	Buy	Standard & Poor's			1.55

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO YOUR BAS-ML RESEARCH AND IPR RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ISHARES MSCI EAFE INDEX FUND	440	22,822	1.500	22,822.40	55.2800	24,323.20	1,500.80	634	2.60
SYMBOL: EFA Initial Purchase: 08/07/09 Equity 100%									
VANGUARD EMERGING MKTS ETF	1,020	46,792	(4,972)	46,792.91	41.0000	41,820.00	(4,972.91)	556	1.32
SYMBOL: VWO Initial Purchase: 07/23/08 Equity 100%									
Subtotal (Equities)									
TOTAL			(3,472)	69,615.31		66,143.20	(3,472.11)	1,190	1.80

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.
Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative Investment Return is the capital appreciation (depreciation) of all shares purchased, including shares purchased through reinvestment.
Initial Purchase: Date of your initial investment in this fund.

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.



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THE BRITTON FUND

Account Number: 617-04074

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	4,714,891.25	4,876,651.19	161,759.94	23,236.94	127,854	2.62

Notes

Δ Debt Instruments purchased at a premium show amortization
 θ Debt Instruments purchased at a discount show accretion
 1 Some agency securities are not backed by the full faith and credit of the United States government.
 For Credit Ratings. S&P and Moody's provide credit ratings on the credit quality of certain bonds and preferred stocks. For a credit enhanced security, Moody's and S&P publish and provide third party vendors the higher of the rating on the credit enhancer (guarantor) or the stand alone rating on the underlying security.

YOUR EMA TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS	Transaction Type	Quantity	Description	Income	Income Year To Date
12/08	□ Bond Interest		FEDERAL HOME LOAN BANK BONDS		2,015.63
12/15	□ Bond Interest		05.375% JUN 08 2012 PAY DATE 12/08/2009	357.50	
12/15	□ Bond Interest		BRISTOL MEYERS SQUIBB 07.150% JUN 15 2023 PAY DATE 12/15/2009	1,468.75	
12/15	□ Bond Interest		DELL INC GLB 05.875% JUN 15 2019 PAY DATE 12/15/2009	3,562.50	
12/31	□ Bank Interest		FEDERAL NATL MTG ASSOC NOTES	1.12	
	Income Total			38.00	

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Account Number: 617-04076

24-Hour Assistance: (800) MERRILL

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

December 01, 2009 - December 31, 2009

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	45,667	55,692	.25	11.60	64,336
Bank of America RI, N.A.	1,258	1,229	.25	0.25	813
TOTAL ML Bank Deposit Program	46,925			11.85	65,149

ITEMS FOR ATTENTION

Security	Message	Date	Security	Message	Date
CAPITAL ONE FINL	Opinion Upgraded				

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	1,931.17	1,931.17		1,931.17		
ML BANK DEPOSIT PROGRAM	65,149.00	65,149.00	1.0000	65,149.00	163	.25
TOTAL		67,080.17		67,080.17	163	.25

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ABBOTT LABS	ABT	04/03/09	1,000	44.5988	44,598.80	53.9900	53,990.00	9,391.20	1,600	2.96
AFLAC INC	AFL	05/08/09	700	36.0095	25,206.65	46.2500	32,375.00	7,168.35	784	2.42
	COM	06/18/09	750	30.7596	23,069.70	46.2500	34,687.50	11,617.80	840	2.42
		07/31/09	650	38.1199	24,777.94	46.2500	30,062.50	5,284.56	728	2.42
Subtotal			2,100		73,054.29		97,125.00	24,070.71	2,352	2.42
ALTRIA GROUP INC	MO	03/10/08	500	22.9505	11,475.26	19.6300	9,815.00	(1,660.26)	680	6.92
		06/05/08	750	22.4570	16,842.75	19.6300	14,722.50	(2,120.25)	1,020	6.92
		01/23/09	650	17.1897	11,173.31	19.6300	12,759.50	1,586.19	884	6.92
Subtotal			1,900		39,491.32		37,297.00	(2,194.32)	2,584	6.92

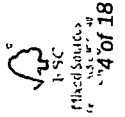


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Fidelity Investments
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BRITTON FUND

Account Number: 617-04076

TOTAL MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

Equities (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
AMERIPRISE FINL INC	AMP	08/24/09	850	30.8856	26,252.76	38.8200	32,997.00	6,744.24	579	1.75
		11/17/09	900	38.7596	34,883.64	38.8200	34,938.00	54.36	613	1.75
<i>Subtotal</i>			1,750		61,136.40		67,935.00	6,798.60	1,192	1.75
ANALOG DEVICES INC COM	ADI	06/05/08	3,650	36.0721	131,663.50	31.5800	115,267.00	(16,396.50)	2,920	2.53
		10/24/08	1,200	19.6466	23,576.00	31.5800	37,896.00	14,320.00	960	2.53
<i>Subtotal</i>			4,850		155,239.50		153,163.00	(2,076.50)	3,880	2.53
AT&T INC	T	03/10/08	900	35.0744	31,567.00	28.0300	25,227.00	(6,340.00)	1,513	5.99
		12/09/09	1,000	27.9980	27,998.00	28.0300	28,030.00	32.00	1,681	5.99
<i>Subtotal</i>			1,900		59,565.00		53,257.00	(6,308.00)	3,194	5.99
BANK OF MONTREAL COM	BMO	08/07/09	600	49.3180	29,590.80	53.0800	31,848.00	2,257.20	1,591	4.99
		10/07/09	1,090	50.1990	54,716.91	53.0800	57,857.20	3,140.29	2,890	4.99
<i>Subtotal</i>			1,690		84,307.71		89,705.20	5,397.49	4,481	4.99
BP PLC SPON ADR	BP	06/03/09	500	51.2193	25,609.65	57.9700	28,985.00	3,375.35	1,680	5.79
		08/11/09	255	51.6289	13,165.39	57.9700	14,782.35	1,616.96	857	5.79
		08/11/09	495	50.9090	25,199.96	57.9700	28,695.15	3,495.19	1,664	5.79
<i>Subtotal</i>			1,250		63,975.00		72,462.50	8,487.50	4,201	5.79
BRISTOL-MYERS SQUIBB CO	BMY	07/23/09	1,200	21.0280	25,233.60	25.2500	30,300.00	5,066.40	1,536	5.06
T CAPITAL ONE FINL	COF	08/24/09	700	37.9562	26,569.34	38.3400	26,838.00	268.66	140	.52
CATERPILLAR INC DEL	CAT	08/25/09	1,100	48.5892	53,448.12	56.9900	62,689.00	9,240.88	1,849	2.94
CENTURYTEL INC	CTL	12/15/08	1,233	21.4456	26,442.54	36.2100	44,646.93	18,204.39	3,453	7.73
CHEVRON CORP	CVX	03/10/08	1,500	85.3039	127,955.95	76.9900	115,485.00	(12,470.95)	4,080	3.53
		06/05/08	500	99.0090	49,504.50	76.9900	38,495.00	(11,009.50)	1,360	3.53
<i>Subtotal</i>			2,000		177,460.45		153,980.00	(23,480.45)	5,440	3.53
COACH INC	COH	08/11/09	900	30.4229	27,380.61	36.5300	32,877.00	5,496.39	270	.82
		12/09/09	750	35.6595	26,744.63	36.5300	27,397.50	652.87	225	.82
<i>Subtotal</i>			1,650		54,125.24		60,274.50	6,149.26	495	.82
CONOCOPHILLIPS	COP	03/10/08	900	78.2159	70,394.37	51.0700	45,963.00	(24,431.37)	1,800	3.91
		06/05/08	300	92.6890	27,806.70	51.0700	15,321.00	(12,485.70)	600	3.91
<i>Subtotal</i>			1,200		98,201.07		61,284.00	(36,917.07)	2,400	3.91



BRITTON FUND

Account Number: 617-04076

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%	
DIAGEO PLC SPSPD ADR NEW	DEO	03/10/08	450	80.8983	36,404.26	69.4100	31,234.50	(5,169.76)	1,019	3.26
		10/24/08	500	57.1980	28,599.00	69.4100	34,705.00	6,106.00	1,133	3.26
Subtotal			950		65,003.26		65,939.50	936.24	2,152	3.26
DU PONT E I DE NEMOURS	DD	06/05/08	2,650	47.5770	126,079.05	33.6700	89,225.50	(36,853.55)	4,346	4.87
		02/06/09	700	24.9131	17,439.17	33.6700	23,569.00	6,129.83	1,148	4.87
Subtotal			3,350		143,518.22		112,794.50	(30,723.72)	5,494	4.87
EMERSON ELEC CO	EMR	09/21/07	262	50.6400	13,267.68	42.6000	11,161.20	(2,106.48)	352	3.14
		03/10/08	250	49.3400	12,335.00	42.6000	10,650.00	(1,685.00)	335	3.14
		06/05/08	1,688	58.0800	98,039.04	42.6000	71,908.80	(26,130.24)	2,262	3.14
		02/24/09	500	29.1775	14,588.75	42.6000	21,300.00	6,711.25	670	3.14
Subtotal			2,700		138,230.47		115,020.00	(23,210.47)	3,619	3.14
ENERPLUS RES TR UT NEW	ERF	03/10/08	800	42.7800	34,224.00	22.9600	18,368.00	(15,856.00)	1,621	8.82
		06/05/08	900	47.4256	42,683.04	22.9600	20,664.00	(22,019.04)	1,824	8.82
		05/21/09	1,350	22.2916	30,093.66	22.9600	30,996.00	902.34	2,736	8.82
			3,050		107,000.70		70,028.00	(36,972.70)	6,181	8.82
Subtotal			200	77.6800	15,536.00	48.8700	9,774.00	(5,762.00)	420	4.29
EXELON CORPORATION	EXC	03/10/08	500	89.1600	44,580.00	48.8700	24,435.00	(20,145.00)	1,050	4.29
		06/05/08	700		60,116.00		34,209.00	(25,907.00)	1,470	4.29
Subtotal			1,250	10.5199	13,149.88	7.8100	9,762.50	(3,387.38)	1,250	12.80
FRONTIER COMMUNICATIONS CORP	FTR	03/10/08	300	11.7500	3,525.00	7.8100	2,343.00	(1,182.00)	300	12.80
		06/05/08	2,150	9.4637	20,346.96	7.8100	16,791.50	(3,555.46)	2,150	12.80
		11/05/08	3,700		37,021.84		28,897.00	(8,124.84)	3,700	12.80
Subtotal			403	58.2118	23,459.36	39.2000	15,797.60	(7,661.76)	488	3.08
HONEYWELL INTL INC DEL	HON	06/05/07	275	56.8700	15,639.25	39.2000	10,780.00	(4,859.25)	333	3.08
		06/08/07	570	58.2900	33,225.30	39.2000	22,344.00	(10,881.30)	690	3.08
		07/06/07	227	59.1300	13,422.51	39.2000	8,898.40	(4,524.11)	275	3.08
		03/04/09	600	26.0085	15,605.10	39.2000	23,520.00	7,914.90	726	3.08
		07/29/09	850	34.4375	29,271.88	39.2000	33,320.00	4,048.12	1,029	3.08
Subtotal			2,925		130,623.40		114,660.00	(15,963.40)	3,541	3.08



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MERRILL LYNCH PIERCE FENNER SMITH INC

002



BRITTON FUND

Account Number: 617-04076

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
HUDSON CITY BANCORP INC	HCBK	03/31/09	2,200	11.6300	25,586.00	13.7300	30,206.00	4,620.00	1,320	4.37
		04/23/09	1,900	12.4135	23,585.65	13.7300	26,087.00	2,501.35	1,140	4.37
		08/12/09	1,700	14.2898	24,292.66	13.7300	23,341.00	(951.66)	1,020	4.37
Subtotal			5,800		73,464.31		79,634.00	6,169.69	3,480	4.37
MARATHON OIL CORP	MRO	03/10/08	500	52.5100	26,255.00	31.2200	15,610.00	(10,645.00)	481	3.07
		06/05/08	1,350	50.4500	68,107.50	31.2200	42,147.00	(25,960.50)	1,297	3.07
		03/04/09	750	22.6092	16,956.90	31.2200	23,415.00	6,458.10	721	3.07
		05/29/09	750	32.0597	24,044.78	31.2200	23,415.00	(629.78)	721	3.07
Subtotal			3,350		135,364.18		104,587.00	(30,777.18)	3,220	3.07
MATTEL INC COM	MAT	06/05/08	3,300	20.3700	67,221.01	19.9800	65,934.00	(1,287.01)	2,476	3.75
MC GRAW HILL COMPANIES	MHP	08/12/09	850	30.5992	26,009.32	33.5100	28,483.50	2,474.18	766	2.68
		10/15/09	950	29.8631	28,369.95	33.5100	31,834.50	3,464.55	856	2.68
Subtotal			1,800		54,379.27		60,318.00	5,938.73	1,622	2.68
MCDONALDS CORP COM	MCD	03/10/08	990	54.1709	53,629.25	62.4400	61,815.60	8,186.35	2,179	3.52
		06/05/08	100	58.8790	5,887.90	62.4400	6,244.00	356.10	220	3.52
Subtotal			1,090		59,517.15		68,059.60	8,542.45	2,399	3.52
MEDTRONIC INC COM	MDT	03/12/09	600	26.5775	15,946.51	43.9800	26,388.00	10,441.49	492	1.86
		04/03/09	800	30.0880	24,070.40	43.9800	35,184.00	11,113.60	657	1.86
Subtotal			1,400		40,016.91		61,572.00	21,555.09	1,149	1.86
MERCK AND CO INC SHS	MRK	06/05/08	1,050	38.8000	40,740.01	36.5400	38,367.00	(2,373.01)	1,596	4.15
		12/04/08	750	25.8478	19,385.85	36.5400	27,405.00	8,019.15	1,140	4.15
		01/23/09	600	28.7281	17,236.86	36.5400	21,924.00	4,687.14	912	4.15
Subtotal			2,400		77,362.72		87,696.00	10,333.28	3,648	4.15
MICROSOFT CORP	MSFT	05/06/09	1,700	20.1899	34,322.83	30.4800	51,816.00	17,493.17	884	1.70
		07/17/09	1,350	24.4835	33,052.73	30.4800	41,148.00	8,095.27	702	1.70
Subtotal			3,050		67,375.56		92,964.00	25,588.44	1,586	1.70
MORGAN STANLEY	MS	02/20/09	900	19.8993	17,909.37	29.6000	26,640.00	8,730.63	181	.67
		06/02/09	850	30.0695	25,559.08	29.6000	25,160.00	(399.08)	171	.67
Subtotal			1,750		43,468.45		51,800.00	8,331.55	352	.67

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BRITTON FUND

Account Number: 617-04076

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
NYSE EURONEXT	NYX	01/15/09	1,100	20.8975	22,987.25	25.3000	27,830.00	4,842.75	1,320 4.74
		01/22/09	2,250	21.4558	48,275.55	25.3000	56,925.00	8,649.45	2,701 4.74
Subtotal			3,350		71,262.80		84,755.00	13,492.20	4,021 4.74
PHILIP MORRIS INTL INC	PM	03/10/08	50	52.2972	2,614.86	48.1900	2,409.50	(205.36)	116 4.81
		06/05/08	750	52.3390	39,254.25	48.1900	36,142.50	(3,111.75)	1,741 4.81
Subtotal			800		41,869.11		38,552.00	(3,317.11)	1,857 4.81
PRAXAIR INC	PX	10/29/09	700	83.7206	58,604.42	80.3100	56,217.00	(2,387.42)	1,121 1.99
QUESTAR CORP NPV	STR	10/30/09	1,100	41.7440	45,918.40	41.5700	45,727.00	(191.40)	572 1.25
		11/23/09	850	40.7190	34,611.15	41.5700	35,334.50	723.35	442 1.25
Subtotal			1,950		80,529.55		81,061.50	531.95	1,014 1.25
SYSCO CORPORATION	SYW	10/24/08	1,050	23.3311	24,497.66	27.9400	29,337.00	4,839.34	1,050 3.57
		05/06/09	1,050	23.9898	25,189.29	27.9400	29,337.00	4,147.71	1,050 3.57
Subtotal			2,100		49,686.95		58,674.00	8,987.05	2,100 3.57
TIDEWATER INC COM NEW	TDW	10/15/09	900	47.1291	42,416.19	47.9500	43,155.00	738.81	900 2.08
TJX COS INC NEW	TJX	08/12/09	700	36.7790	25,745.30	36.5500	25,585.00	(160.30)	337 1.31
TORONTO DOMINION BANK	TD	12/23/09	750	62.7699	47,077.43	62.7200	47,040.00	(37.43)	1,741 3.70
US BANCORP (NEW)	USB	06/05/08	1,950	33.5200	65,364.00	22.5100	43,894.50	(21,469.50)	390 .88
VERIZON COMMUNICATNS COM	VZ	03/10/08	850	34.5513	29,368.67	33.1300	28,160.50	(1,208.17)	1,615 5.73
		06/05/08	100	39.8890	3,988.90	33.1300	3,313.00	(675.90)	190 5.73
Subtotal			950		33,357.57		31,473.50	(1,884.07)	1,805 5.73
XILINX INC	XLNX	01/08/09	1,450	16.9885	24,633.33	25.0600	36,337.00	11,703.67	929 2.55
ZENITH NATIONAL INS	ZNT	03/10/08	950	34.0409	32,338.94	29.7600	28,272.00	(4,066.94)	1,900 6.72
TOTAL					2,915,417.42		2,854,076.23	(61,341.19)	103,001 3.61



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 Fidelity Investments
 8 of 18

BRITTON FUND
 Account Number: 617-04076
 24-Hour Assistance: (800) MERRILL
 December 01, 2009 - December 31, 2009

YOUR EMA ASSETS

RESEARCH RATINGS (continued)

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*	Jaywalk Consensus Rating		1.57
					SELL	HOLD	
MEDTRONIC INC COM	MDT	A-2-7	Buy -Morningstar	Buy -Standard & Poor's			1.57
MICROSOFT CORP	MSFT	B-1-7	Hold -Morningstar	Hold -Standard & Poor's			1.56
NYSE EURONEXT	NYX	N/A	Hold -Morningstar	Hold -Standard & Poor's			1.85
PHILIP MORRIS INTL INC	PM	B-1-7	Hold -Morningstar	Buy -Standard & Poor's			1.44
PRAXAIR INC	PX	B-1-7	Hold -Morningstar	Hold -Standard & Poor's			1.70
SYSCO CORPORATION	SY	N/A	Buy -Morningstar	Hold -Standard & Poor's			1.71
TJX COS INC NEW	TJX	N/A	Hold -Morningstar	Buy -Standard & Poor's			1.23
TIDEWATER INC COM NEW	TDW	N/A	Buy -Morningstar	Hold -Standard & Poor's			1.50
TORONTO DOMINION BANK	TD	B-1-7	Hold -Morningstar	No Coverage			1.69
US BANCORP (NEW)	USB	B-1-7	Hold -Morningstar	Hold -Standard & Poor's			2.19
VERIZON COMMUNICATNS COM	VZ	A-2-7	Buy -Morningstar	Buy -Standard & Poor's			1.64
XILINX INC	XLNX	C-1-7	Hold -Morningstar	Hold -Standard & Poor's			1.77

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO YOUR BAS-ML RESEARCH AND IPR RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Estimated Current Yield%
ISHARES BARCLAYS GOVERN									
CR									
SYMBOL: GBF Initial Purchase: 07/20/09									
Fixed Income 100%									
Subtotal (Fixed Income)						75,499.20			



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 Fidelity Investments
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BRITTON FUND

Account Number: 617-04076

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

MUTUAL FUNDS/CLOSED END FUNDS/UIT

(continued) Description	Quantity	Total Client Investment	Cumulative Investment Return	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Estimated Current Yield%
TOTAL	111	75,387.53	111	75,387.53	75,499.20	111.67	2,685	3.56	

Total Client Investment: Cost of shares directly purchased and still held. Does not include shares purchased through reinvestment.

Unrealized Gain or (Loss): Estimated Market Value minus Total Cost Basis (total cost of shares directly purchased and still held, as well as cost of shares acquired through reinvestment). Provided for Tax Planning purposes only and is not applicable to retirement accounts.

Cumulative Investment Return: Estimated Market Value minus Total Client Investment. Cumulative investment return is the capital appreciation (depreciation) of all shares purchased, including shares purchased through reinvestment.

Initial Purchase: Date of your initial investment in this fund

Market Timing: Merrill Lynch's policies prohibit mutual fund market timing, which involves the purchase and sale of mutual fund shares within short periods of time with the intention of capturing short-term profits resulting from market volatility. Market timing may result in lower returns for long-term fund shareholders because market timers capture short-term gains that would otherwise pass to all shareholders and due to increased transaction costs and fewer assets for investment due to the need to retain cash to satisfy redemptions.

LONG PORTFOLIO

	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	3,057,885.12	2,996,655.60	(61,229.52)		105,848	3.53

YOUR EMA TRANSACTIONS

DIVIDENDS/INTEREST INCOME TRANSACTIONS

Date	Transaction Type	Quantity	Description	Income	Year To Date	Income
12/31	Bank Interest		BANK DEPOSIT INTEREST	.85		
	Income Total		ML BANK DEPOSIT PROGRAM	11.00		190.36
	Subtotal (Taxable Interest)			11.85		
12/01	* Dividend		AFLAC INC COM	588.00		
			HOLDING 2100 0000			
			PAY DATE 12/01/2009			
			CONOCOPHILLIPS			
			HOLDING 1200 0000			
			PAY DATE 12/01/2009			
12/01	* Dividend			600.00		

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Account Number: 617-04077

24-Hour Assistance: (800) MERRILL

YOUR EMA BANK DEPOSIT INTEREST SUMMARY

December 01, 2009 - December 31, 2009

Money Account Description	Opening Balance	Average Deposit Balance	Current Yield%	Interest on Deposits	Closing Balance
FIA Card Services, N.A.	9,047	29,735	.10	2.40	98,502
Bank of America RI, N.A.	0	705	.10	0.27	17,732
TOTAL ML Bank Deposit Program	9,047			2.67	116,234

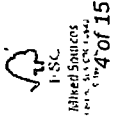
ITEMS FOR ATTENTION

Security	Message	Date	Security	Message	Date
CALL CWY 0030	Option Expiring	01/16/10			

YOUR EMA ASSETS

CASH/MONEY ACCOUNTS Description	Quantity	Total Cost Basis	Estimated Market Price	Estimated Market Value	Estimated Annual Income	Est. Annual Yield%
CASH	1,569.73	1,569.73		1,569.73		
ML BANK DEPOSIT PROGRAM	116,234.00	116,234.00	1.0000	116,234.00	116	.10
TOTAL		117,803.73		117,803.73	116	.10

EQUITIES Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual Income	Current Yield%
ABRAXIS BIOSCIENCE INC NEW	ABII	02/26/08	80	61.4517	4,916.14	40.5500	3,244.00	(1,672.14)	
BRINK'S HOME SECURITY HOLDINGS, INC. SHS	CFL	12/16/08	150	19.8625	2,979.38	32.6400	4,896.00	1,916.62	
Subtotal		10/13/09	90	33.0974	2,978.77	32.6400	2,937.60	(41.17)	
COVIDIEN PLC SHS	COV	02/26/08	240	44.6967	5,958.15	47.8900	7,833.60	1,875.45	
DR PEPPER SNAPPLE GROUP INC	DPS	06/18/08	150	44.6967	6,704.51	28.3000	7,183.50	478.99	108 1.50
Subtotal		10/13/09	190	24.0580	4,571.02	28.3000	5,377.00	805.98	114 2.12
Subtotal			80	29.9382	2,395.06	28.3000	2,264.00	(131.06)	48 2.12
Subtotal			270		6,966.08		7,641.00	674.92	162 2.12





TOTAL MERRILL*

Account Number: 617-04077

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued) Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)/Annual	Estimated Current Income Yield%
ECHOSTAR CORPORATION	SATS	03/07/08 10/13/09	120 270	39.3900 20.0672	4,726.80 5,418.17	20.1400 20.1400	2,416.80 5,437.80	(2,310.00) 19.63	
Subtotal			390		10,144.97		7,854.60	(2,290.37)	
FORESTAR GROUP INC	FOR	03/07/08 10/13/09	200 260	24.7800 17.4773	4,956.00 4,544.10	21.9800 21.9800	4,396.00 5,714.80	(560.00) 1,170.70	
Subtotal			460		9,500.10		10,110.80	610.70	
FREEPRT-MCMRAN CPR & GLD	FCX	03/11/09 09/24/09	20 120	36.2440 68.6695	724.88 8,240.34	80.2900 80.2900	1,605.80 9,634.80	880.92 1,394.46	12 .74 72 .74
Subtotal			140		8,965.22		11,240.60	2,275.38	84 .74
F5 NETWORKS INC COM	FFIV	10/05/09	140	40.0650	5,609.11	52.9700	7,415.80	1,806.69	
HILLENBRAND INC	HI	05/21/08 10/13/09	210 160	24.4800 21.4021	5,140.80 3,424.35	18.8400 18.8400	3,956.40 3,014.40	(1,184.40) (409.95)	158 3.98 120 3.98
Subtotal			370		8,565.15		6,970.80	(1,594.35)	278 3.98
JOHN BEAN TECHNOLOGIES CORP	JBT	09/16/08 10/13/09	310 120	13.9177 18.3645	4,314.49 2,203.75	17.0100 17.0100	5,273.10 2,041.20	958.61 (162.55)	87 1.64 34 1.64
Subtotal			430		6,518.24		7,314.30	796.06	121 1.64
LENDER PROCESSING SERV- INC	LPS	09/16/08 10/13/09	130 60	34.7300 41.2591	4,514.90 2,475.55	40.6600 40.6600	5,285.80 2,439.60	770.90 (35.95)	52 .98 24 .98
Subtotal			190		6,990.45		7,725.40	734.95	76 .98
LIFE TECHNOLOGIES CORP	LIFE	03/03/09 03/11/09	140 180	28.7899 29.1752	4,030.59 5,251.55	52.2200 52.2200	7,310.80 9,399.60	3,280.21 4,148.05	
Subtotal			320		9,282.14		16,710.40	7,428.26	
MORGAN STANLEY	MS	03/03/09 03/11/09	230 170	17.6695 23.4341	4,063.99 3,983.80	29.6000 29.6000	6,808.00 5,032.00	2,744.01 1,048.20	46 .67 34 .67
Subtotal			400		8,047.79		11,840.00	3,792.21	80 67
NEWFIELD EXPL CO COM	NFX	09/24/09	160	41.8747	6,699.96	48.2300	7,716.80	1,016.84	
NEWMONT MINING CORP	NEM	03/03/09	110	39.3500	4,328.50	47.3100	5,204.10	875.60	44 84
SANDRIDGE ENERGY INC	SD	10/19/09	590	13.8391	8,165.07	9.4300	5,563.70	(2,601.37)	
SEAHAWK DRILLING INC	HAWK	10/13/09	280	28.5898	8,005.17	22.5400	6,311.20	(1,693.97)	

BRITTON FUND

Account Number: 617-04077

24-Hour Assistance: (800) MERRILL

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

EQUITIES (continued)	Description	Symbol	Acquired	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Annual Income	Current Yield%
	SUPERIOR ENERGY SVCS INC	SPN	05/18/09	20	22.3400	446.80	24.2900	485.80	39.00		
			09/24/09	430	21.1173	9,080.44	24.2900	10,444.70	1,364.26		
	Subtotal			450		9,527.24		10,930.50	1,403.26		
	TERRA INDUSTRIES INC COM	TRA	12/09/09	170	42.7700	7,270.90	32.1900	5,472.30	(1,798.60)	68	1.24
	TOTAL SYS SVCS INC	TSS	03/07/08	210	22.7200	4,771.20	17.2700	3,626.70	(1,144.50)	59	1.62
			10/13/09	270	16.8995	4,562.87	17.2700	4,662.90	100.03	76	1.62
	Subtotal			480		9,334.07		8,289.60	(1,044.47)	135	1.62
	TYCO ELECTRONICS LTD.	TEL	03/05/08	170	33.0841	5,624.30	24.5500	4,173.50	(1,450.80)	109	2.60
	REG.SHS		08/27/09	440	23.4990	10,339.56	24.5500	10,802.00	462.44	282	2.60
	Subtotal			610		15,963.86		14,975.50	(988.36)	391	2.60
	WEATHERFORD INTL LTD.	WFT	05/08/09	510	19.3710	9,879.26	17.9100	9,134.10	(745.16)		
	REG.										
	ZEP INC	ZEP	02/26/08	370	16.8424	6,231.72	17.3200	6,408.40	176.68	60	.92
						183,573.80		193,091.00	9,517.20	1,607	.83
	TOTAL										

RESEARCH RATINGS

Security	Symbol	BAS-ML Research Rating	IPR Rating*	IPR Rating*	Jaywalk Consensus Rating	
				SELL	HOLD	BUY
COVIDIEN PLC SHS	COV	B-1-7	Buy -Morningstar	Buy -Standard & Poor's		1.83
DR PEPPER SNAPPLE GROUP	DPS	C-1-9	Hold -Morningstar	Hold -Standard & Poor's		1.81
FREERT-MCMRAN CPR & GLD	FCX	C-1-7	Hold -Morningstar	Buy -Standard & Poor's		1.95
F5 NETWORKS INC COM	FFIV	C-2-9	Hold -Morningstar	Hold -Standard & Poor's		1.71
LENDER PROCESSING SERV.	LPS	N/A	Sell -Morningstar	No Coverage		1.77
LIFE TECHNOLOGIES CORP	LIFE	N/A	Hold -Morningstar	Buy -Standard & Poor's		1.76
MORGAN STANLEY	MS	C-2-8	Hold -Morningstar	Hold -Standard & Poor's		1.94
NEWFIELD EXPL CO COM	NFX	N/A	Hold -Morningstar	Buy -Standard & Poor's		2.00
NEWMONT MINING CORP	NEM	B-2-8	Hold -Morningstar	Buy -Standard & Poor's		1.81
TERRA INDUSTRIES INC COM	TRA	N/A	Hold -Morningstar	No Coverage		1.84
TYCO ELECTRONICS LTD	TEL	C-1-7	Hold -Morningstar	Buy -Standard & Poor's		1.88

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BRITTON FUND

Account Number: 617-04077

TOTAL MERRILL*

YOUR EMA ASSETS

December 01, 2009 - December 31, 2009

RESEARCH RATINGS (continued)

Security	Symbol	BAS-ML Research Rating		IPR Rating*		Jaywalk Consensus Rating	
		N/A Buy -Morningstar	N/A Hold -Morningstar	Hold -Standard & Poor's	Buy -Standard & Poor's	SELL	HOLD
TOTAL SYS SVCS INC	TSS	N/A	Buy -Morningstar	Hold -Standard & Poor's			1.52
WEATHERFORD INTL LTD.	WFT	N/A	Hold -Morningstar	Buy -Standard & Poor's			1.90

PLEASE REFER TO THE BACK OF YOUR STATEMENT FOR A GUIDE TO YOUR BAS-ML RESEARCH AND IPR RATINGS.

MUTUAL FUNDS/CLOSED END FUNDS/UIT

Description	Quantity	Total Client Investment	Cumulative Investment Return	Cost Basis	Total Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Current Yield%
ISHARES MSCI AUSTRALIA INDEX FUND SYMBOL: EWA Equity 100% Initial Purchase 05/27/09	810	14,095	4,404	14,095.55	22,840	18,500.40	4,404.85	997 5.38
ISHARES MSCI CDA INDX FD SYMBOL: EWC Equity 100% Initial Purchase:05/27/09	660	16,668	709	16,668.21	26,330	17,377.80	709.59	218 1.25
ISHARES TR DOW JONES US SYMBOL: IHF Equity 100% Initial Purchase.11/04/09	490	23,160	565	23,160.02	48,420	23,725.80	565.78	
ISHARES MSCI BRAZIL FREE INDEX FUND SYMBOL: EWZ Equity 100% Initial Purchase:05/27/09	180	10,199	3,230	10,199.68	74,610	13,429.80	3,230.12	40 .29
PCM FD INC SYMBOL: PCM Fixed Income 100% Initial Purchase.11/06/09	1,900	15,280	(137)	15,280.18	7,970	15,143.00	(137.18)	1,596 10.53
ROYCE FOCUS TRUST	2,940	17,150	1,459	17,150.23	6,330	18,610.20	1,459.97	





TOTAL MERRILL*

Account Number: 617-04077

BRITTON FUND

December 01, 2009 - December 31, 2009

ALTERNATIVE INVESTMENTS	Quantity	Unit Cost Basis	Total Cost Basis	Estimated Market Price	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Annual Income	Current Yield%
ISHARES SILVER TR	180	16.2400	2,923.20	16.5390	2,977.02	53.82		
SPDR GOLD TRUST	30	96.2500	2,887.50	107.3100	3,219.30	331.80		
SPDR GOLD TRUST	40	95.4100	3,816.40	107.3100	4,292.40	476.00		
SPDR GOLD TRUST	70	105.4900	7,384.30	107.3100	7,511.70	127.40		
Subtotal	140		14,088.20		15,023.40	935.20		
TOTAL			17,011.40		18,000.42	989.02		

LONG PORTFOLIO	Adjusted/Total Cost Basis	Estimated Market Value	Unrealized Gain/(Loss)	Estimated Accrued Interest	Estimated Annual Income	Current Yield%
TOTAL	465,496.70	492,544.15	27,047.45		5,021	1.02

YOUR EMA TRANSACTIONS

DATE	Transaction Type	Quantity	Description	Income	Income Year To Date
12/31	Bank Interest		BANK DEPOSIT INTEREST	.67	
	Income Total		ML BANK DEPOSIT PROGRAM	2.00	1,312.53
	Subtotal (Taxable Interest)			2.67	
12/01	* Dividend		PCM FD INC	133.00	
			HOLDING 1900.0000		
			PAY DATE 12/01/2009		
12/11	* Dividend		JOHN BEAN TECHNOLOGIES CORP	30.10	
			HOLDING 430.0000		
			PAY DATE 12/11/2009		
12/15	* Dividend		TERRA INDUSTRIES INC COM	17.00	
			HOLDING 170.0000		
			ADJUSTMNT ASOF 12/14/2009		

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